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Page 62

1

[REDACTED]

2

Q Okay. [REDACTED]

3

A [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

6

Q Okay. And you've testified that [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

15

Q Okay. [REDACTED]

[REDACTED]

[REDACTED]; correct?

17

A Yes, [REDACTED]

18

Q And [REDACTED]

[REDACTED]

[REDACTED]; correct?

20

A [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

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1 Q Okay. And were -- [REDACTED]

[REDACTED]

[REDACTED]

4 MR. LLEWELLYN: Objection; form.

5 THE WITNESS: So in our -- I'm going to get

6 the term wrong here -- but we have -- we had [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

14 MS. DUNN: Okay.

15 Q And what matters were those?

16 A I don't remember the details of it, but it's  
17 defined in that document --

18 Q What document?

19 A -- somewhere.

20 The -- the -- there is [REDACTED]

[REDACTED]

[REDACTED] I'm not sure.

23 MS. DUNN: Okay. If that's not been

24 produced, we'll request that [REDACTED]

[REDACTED] be produced.



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1 Q [REDACTED]

2 A Well, during my time as CEO -- well, what do  
3 you mean by [REDACTED]

4 Q However you would define that.

5 A [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

13 Q Okay. [REDACTED]

[REDACTED]

15 MR. LLEWELLYN: Objection; form.

16 THE WITNESS: Again, during my time as CEO,  
17 we didn't do that. But in the event we had, [REDACTED]

[REDACTED]

19 MS. DUNN: Okay.

20 Q And is there some document that makes clear  
21 that those -- that [REDACTED]

[REDACTED]

23 A Again, I believe that is defined or was  
24 defined in [REDACTED]

25 Q Okay. And did you -- can you recall ever

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A I -- I don't remember.

4

5

Q When you say you don't remember, does that mean you may have

6

but you can't remember if you did?

7

MR. LLEWELLYN: Objection; form.

8

THE WITNESS: Could you say that again.

9

10

MS. DUNN: Q. So I had asked you whether you could recall ever

11

12

And you said, "I don't remember."

13

14

So I'm trying to figure out what you mean by "I don't remember."

15

16

Do you mean that you may have, but you can't recall?

17

A

18

19

20

21

22

Q Okay. And when you say that you

23

24

25

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Page 66

1           A    I don't recall specific conversations around  
2   that. [REDACTED]

[REDACTED]  
[REDACTED]  
[REDACTED]

6           Q    Okay. So you say you don't recall specific  
7   conversations.

8                   Do you recall generally [REDACTED]  
[REDACTED]

10           MR. LLEWELLYN: Objection; form.

11           THE WITNESS: No, I don't.

12           MS. DUNN: Okay.

13           Q    And you said that you recall [REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]

18           A    No, I don't.

19           Q    Okay. Earlier, you testified that [REDACTED]  
[REDACTED]  
[REDACTED]

22                   Do you recall that?

23           A    I'll take your word for it.

24           Q    Okay. Well, did it?

25                   I mean, do you recall that [REDACTED]

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24

25

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

Q Okay. And what's the time frame that that would have been in?

A Somewhere between [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

MS. DUNN: Okay. We're going to show you what we'll mark as Exhibit, I guess, 102, yeah.

(Document marked Exhibit 102 for identification.)

MS. DUNN: All right.

Q I'm not going to ask you about this entire document. I just want to ask you about one paragraph in it.

Okay. So this is -- if you'd turn to -- do you know what a Bates number is?

It's the little number at the bottom right.

A Uh-huh.

Q So if you'd turn to Bates No. '5023. Okay.

These are [REDACTED]

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1

[REDACTED]

2

Do you see that?

3

A Yes.

4

Q Okay. And you see the [REDACTED]

5

[REDACTED]

6

Do you see that?

7

A Yes.

8

Q And then your -- your name is there?

9

A Yes.

10

Q Okay. Now, much of this document has been

11

redacted. But I'll ask you to turn to Bates

12

No. '5027. At the top of the page, it says:

13

[REDACTED]

14

Do you see that?

15

A Yes.

16

Q Okay. And then there is a paragraph that

17

begins [REDACTED]

18

Do you see that?

19

A Yes.

20

Q Okay. And do you see that it says:

21

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

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1

[REDACTED]

2

Do you see that?

3

A I see that.

4

Q Okay. And when it says [REDACTED]

5

[REDACTED]

6

A Yes.

7

Q Okay. And when it says [REDACTED]

8

[REDACTED]

9

[REDACTED]

10

[REDACTED] what does that mean?

11

A Well, this appears to be [REDACTED]

12

[REDACTED]

13

[REDACTED]

14

Q Okay. And when you're saying that [REDACTED]

15

[REDACTED]

16

[REDACTED]

17

[REDACTED]

18

[REDACTED]

19

[REDACTED]

20

Q Right.

21

So here, [REDACTED]

22

[REDACTED]

23

right?

24

A Well, [REDACTED]

25

[REDACTED]

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1 [REDACTED] [REDACTED]

2 [REDACTED]

3 Q What do you see here that suggests to you

4 that [REDACTED]

5 [REDACTED]

6 [REDACTED]

7 [REDACTED]

8 Q What does that mean?

9 A Well, [REDACTED] [REDACTED]

10 [REDACTED]

11 [REDACTED]

12 [REDACTED]

13 Q Okay. So your testimony is that [REDACTED]

14 [REDACTED]

15 [REDACTED]

16 [REDACTED]

17 MR. LLEWELLYN: Objection --

18 MS. DUNN: Q. -- [REDACTED];

19 right?

20 MR. LLEWELLYN: Objection; form.

21 MS. DUNN: Q. That's your testimony?

22 A Based on reading that sentence now, [REDACTED]

23 [REDACTED]

24 that is how I interpret that sentence.

25 Q Okay. [REDACTED]

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25

[REDACTED]

[REDACTED] correct?

A I think the --

MR. LLEWELLYN: Object -- objection; form.

THE WITNESS: -- [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

MS. DUNN: Right.

Q But this paragraph actually says:

[REDACTED]

Do you see that?

A Yes.

Q Right.

And what I'm asking you is whether that

[REDACTED]

A Well, that is referring to [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

Q Okay.

A So it actually has [REDACTED]

[REDACTED] [REDACTED]

Q Okay. But it has to do with [REDACTED] --



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1 [REDACTED] correct?

2 A Yes, [REDACTED]

3 [REDACTED]

4 [REDACTED]

5 [REDACTED]

6 Q Okay. In -- as you -- do you recall whether

7 [REDACTED]

8 [REDACTED]

9 MR. LLEWELLYN: Objection; mischaracterizes  
10 the document.

11 THE WITNESS: Well, as I understand it, the

12 [REDACTED]

13 [REDACTED] [REDACTED]

14 [REDACTED]

15 MS. DUNN: That's not the question I asked.

16 Q I asked whether you recall whether the

17 [REDACTED]

18 [REDACTED]

19 MR. LLEWELLYN: Objection; mischaracterizes  
20 the document.

21 THE WITNESS: Well, following -- well, what's  
22 the date of this? Is this September or -- no.

23 [REDACTED]

24 [REDACTED]

25 [REDACTED] [REDACTED]

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2

3

MS. DUNN: Q. In your role as CEO, [REDACTED]

4

5

A How frequently?

6

As I described earlier, [REDACTED]

7

8

9

10

11

12

Q Okay. [REDACTED]

13

14

A Sometimes.

15

Q Okay. How often?

16

A I -- I can't remember exactly how often.

17

I -- [REDACTED]

18

19

20

Q Okay. I'm just trying to get a sense of [REDACTED]

21

22

23

Q Okay. [REDACTED]

24

MR. LLEWELLYN: Objection; form.

25

THE WITNESS: I'm sure. Well, actually, I

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4

MS. DUNN: Okay.

5

Q But you --

6

7

8

9

MR. LLEWELLYN: Objection; form.

10

THE WITNESS: I don't remember specific

11

examples of

12

13

14

15

16

MS. DUNN: I'm not asking if you remember

17

specific examples.

18

Q I'm asking you if you ever

19

20

A And my answer is, probably, but I don't

21

remember exactly.

22

Q Okay. All right.

23

And during the time that you were CEO, who

24

else at Arm

25

A I don't know.

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1 Q Okay. And during your time as CEO, [REDACTED]

3 A Well, it depends what you mean by  
4 "communicate," but yes.

5 Q Okay. [REDACTED]

12 Those are examples I can think of.

13 Q Okay. Are you aware of whether [REDACTED]

18 MR. LLEWELLYN: Objection; form.

19 THE WITNESS: Yes.

20 MS. DUNN: Okay.

21 Q What are you aware of?

22 A [REDACTED]

25 Q Okay. Can you think of any other [REDACTED]

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2

3

Q And how often would this happen that

4

5

6

A I -- I don't know.

7

Q Okay.

8

9

MR. LLEWELLYN: Objection; form.

10

THE WITNESS:

11

12

13

14

15

MS. DUNN: Okay. All right.

16

Q So if you'll look at 101, which should still

17

be in front of you. This is the e-mail between --

18

19

20

21

22

Do you see that?

23

A Yes.

24

Q What support had you provided?

25

A I think what

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1

2

Q What makes you think that's what he's  
3 referring to?

3

4

A Because really, beyond that, I can't think of  
5 anything [REDACTED]

5

6

Q Okay. All right.

7

Let's show you what we'll mark as  
8 Exhibit 103.

8

9

(Document marked Exhibit 103  
10 for identification.)

10

11

MS. DUNN: Thanks. Thank you.

12

THE WITNESS: Thank you.

13

MS. DUNN: Okay.

14

Q This is an e-mail chain between you and

15

16

[REDACTED] The subject of the e-mail is:

17

"Congratulations."

18

Do you see that?

19

A Yes.

20

Q Okay. And if you look at the bottom of  
21 page 1, you are writing to [REDACTED]

21

22

[REDACTED] You say:

23

24

25

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2

3

Do you see that?

4

A I do.

5

Q Why did you believe -- why did you always

6

believe

7

8

9

10

11

12

13

14

15

16

Q Okay. And you really never expected

17

18

19

20

21

22

A Yeah, I don't remember.

23

Q Okay. Did you think that

24

25

MR. LLEWELLYN: Objection; form.

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1 THE WITNESS: To me, it was surprising that

2 [REDACTED]

3 [REDACTED]

4 MS. DUNN: Right.

5 Q And you say [REDACTED]

6 [REDACTED] [REDACTED]

7 [REDACTED] [REDACTED]

8 [REDACTED] [REDACTED]

9 [REDACTED]

10 [REDACTED]

11 [REDACTED]

12 [REDACTED]

13 [REDACTED]

14 [REDACTED]

15 [REDACTED]

16 [REDACTED]

17 [REDACTED]

18 [REDACTED]

19 Q Right.

20 A -- [REDACTED]

21 Q Right.

22 So -- [REDACTED]

23 [REDACTED] correct?

24 A Yes.

25 Q Right.



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1 And generally speaking, for a customer that

2 [REDACTED]  
[REDACTED]

4 MR. LLEWELLYN: Objection; form.

5 THE WITNESS: As I said, [REDACTED]

[REDACTED]  
[REDACTED] [REDACTED]  
[REDACTED] [REDACTED]  
[REDACTED]  
[REDACTED]

11 MS. DUNN: Right.

12 Q And those [REDACTED]

[REDACTED]  
[REDACTED]  
[REDACTED]; right?

16 A Yeah.

17 Q Yeah. All right.

18 You say in this e-mail that [REDACTED]

[REDACTED] [REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]

25 Q Yeah. Okay.

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1           You also say:

2

█

█

5           Do you see that?

6           A    I do.

7           Q    Okay.  When you say █

█

█

█ right?

10          A    Yes.

11          Q    And why did you think █

█

█

█

█

16          Q    And at this time, █

█

█

█

█ right?

20           MR. LLEWELLYN:  Objection; form.

21           THE WITNESS:  I think my expectation at that

22   point was that █

█

█

25           MS. DUNN:  Okay.

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1 Q The next sentence says:

2 [REDACTED]  
[REDACTED]  
[REDACTED]

5 And so your assumption was that [REDACTED]

[REDACTED]; right?

7 A Yes.

8 Q And you understood that at this time, as you  
9 said, [REDACTED]; right?

10 A Yes.

11 Q Right.

12 And then at the end of the e-mail, you say:

13 [REDACTED]  
[REDACTED]  
[REDACTED]

16 What [REDACTED] did you think was  
17 required as a result of [REDACTED]

[REDACTED]

19 A [REDACTED]

[REDACTED]  
[REDACTED]

22 Q Anything else?

23 A Just indicating [REDACTED]

[REDACTED]

25 Q Okay. But is there anything else you can

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1 think of that you were referring to when you said

2 [REDACTED]

3 A I don't think so.

4 Q Okay. And at this point, it was your

5 intention to [REDACTED]

6 [REDACTED]; correct?

7 MR. LLEWELLYN: Objection; form.

8 MS. DUNN: Q. I'm referring to the part

9 where you say [REDACTED]

10 Do you see that?

11 A Yes.

12 Q Okay.

13 A So yeah, [REDACTED]

14 [REDACTED]

15 [REDACTED]

16 [REDACTED]

17 [REDACTED]

18 [REDACTED]

19 [REDACTED]

20 [REDACTED].

21 Q Okay. And at this point, had you discussed

22 [REDACTED]

23 A I -- I don't know.

24 Q Okay. Are you aware of whether [REDACTED]

25 [REDACTED]

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1 [REDACTED] ?

2 A I don't know.

3 Q Okay. And are you aware of whether [REDACTED]

4 [REDACTED]

5 [REDACTED]

6 MR. LLEWELLYN: Objection; form.

7 THE WITNESS: I don't know. But the

8 [REDACTED]

9 [REDACTED]

10 MS. DUNN: Q. But you're not sure whether he  
11 agreed with you that -- strike that.

12 But you're not sure whether he was also  
13 committed to [REDACTED]

14 MR. LLEWELLYN: Objection; form.

15 THE WITNESS: You'd have to ask him.

16 MS. DUNN: Okay. All right.

17 Let's show the witness what we'll mark as  
18 104. I think we're up to 104.

19 (Document marked Exhibit 104  
20 for identification.)

21 MS. DUNN: Thanks.

22 THE WITNESS: Thank you.

23 MS. DUNN: All right.

24 Q Mr. Segars, this is an e-mail dated the next  
25 day, January 18th, 2021. It's from you to Rene Haas

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1 and Inder Singh. The subject of this e-mail is:

2 "NuVia."

3 Do you see that?

4 A Sorry. What I've just been shown is an  
5 e-mail from me to Gerard Williams.

6 MS. DUNN: Oh. All right.

7 Can you put that aside. We'll get there.

8 We're not up to that yet. All right.

9 Let's mark this 105.

10 (Document marked Exhibit 105

11 for identification.)

12 MS. DUNN: All right.

13 Q Mr. Segars, now I'm showing you an e-mail  
14 dated the next day, January 18th, 2021. This is an  
15 e-mail from you to Mr. Haas and Mr. Singh.

16 Do you see that?

17 A Yes, I do.

18 Q Okay. And the subject line of this e-mail  
19 says:

20 "NuVia."

21 You write at -- at the bottom of the page:

22 [REDACTED]

[REDACTED]

[REDACTED]

25 And then Mr. Haas responds:

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1

2

3

And then you say:

4

5

6

And I presume that

7

8

; correct?

9

A Yeah, the --

10

yes.

11

Q All right.

12

Now, if you can look at the Exhibit 104. And

13

this is an e-mail from you to Mr. Williams dated

14

January 17th.

15

Do you see that?

16

A I do.

17

Q And the subject of this e-mail is also:

18

"Congratulations."

19

And in the body of the e-mail, you write:

20

"Hi Gerard.

21

22

23

24

. Best regards, Simon."

25

Do you see that?

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1 A I see that.

2 Q All right.

3 And Mr. Williams was your primary contact at  
4 NuVia; right?

5 A Mr. Williams was the only person at NuVia  
6 that I had any contact with. I -- I can't remember a  
7 time when I actually had a conversation with NuVia  
8 after the -- what we described earlier -- discussed  
9 earlier about the -- the first meetings and this  
10 event.

11 Q Okay. And are you aware it was Mr. Williams  
12 who had negotiated the Arm-NuVia contract?

13 A No, but that doesn't surprise me.

14 Q Okay. And your e-mail to Mr. Williams  
15 doesn't mention Qualcomm; right?

16 A It does mention Qualcomm.

17 Q Oh, that's true.

18 It doesn't mention that [REDACTED]

[REDACTED]

[REDACTED]

21 A It does not.

22 Q Okay. [REDACTED]

[REDACTED]; right?

24 A It does not.

25 Q It doesn't say that [REDACTED]



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[REDACTED]

[REDACTED]; right?

MR. LLEWELLYN: Objection; form.

THE WITNESS: It does not say that.

MS. DUNN: Right.

Q It just says [REDACTED]

[REDACTED]; right?

A It says [REDACTED]

[REDACTED] yes.

Q Okay. All right.

So we just saw -- you can put that aside.

We just saw a document where you, in your capacity as CEO of Arm, said that [REDACTED]

[REDACTED]. And that was on January 16th.

Do you remember that?

A That was one of these. Yes.

Q Okay. And do you recall that [REDACTED]

[REDACTED]? Do you recall that?

A I don't recall that.

MS. DUNN: Okay. Let's mark this Exhibit 106.

(Document marked Exhibit 106

for identification.)

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1 THE WITNESS: Thank you.

2 MS. DUNN: Okay. All right.

3 Q This is a letter from Ziad Asghar, VP of  
4 product management of Qualcomm, to Paul Williamson, VP  
5 and GM of client business at Arm, dated January 27th,  
6 2021.

7 If you would look at the bottom of the second  
8 paragraph. Do you see where Mr. Asghar from Qualcomm  
9 is writing:

10 [REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]

16 Do you see that?

17 A I see that.

18 Q Okay. And then if you look at the third  
19 paragraph, Mr. Asghar of Qualcomm says:

20 [REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]

24 Do you see that?

25 A I see that.

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1 Q All right.

2 So Qualcomm is asking for a response by  
3 February 3rd. And that would be before the expected  
4 closing at the end of February; right?

5 A Yes.

6 MS. DUNN: Okay. All right.

7 Let's mark Exhibit 107.

8 (Document marked Exhibit 107  
9 for identification.)

10 MS. DUNN: All right.

11 Q This is Paul Williamson's response letter to  
12 Mr. Asghar. It's -- Asghar. It's dated February 2nd,  
13 2021. If you look at -- midway through the second  
14 paragraph, Mr. Williamson writes:

15 [REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]

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1

2

3

Do you see that?

4

A I see that.

5

Q Okay. Do you know what

6

Mr. Williamson is referring to here?

7

A No.

8

Q Okay. Arm says that:

9

10

11

12

13

MR. LLEWELLYN: Objection; foundation.

14

THE WITNESS: My expectation with that would

15

be that

16

17

MS. DUNN: Okay.

18

Q Do you know what ?

19

A No, I don't.

20

Q Okay. And are you sure that

21

22

23

24

MR. LLEWELLYN: Objection; form.

25

THE WITNESS: It would be my expectation that

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1 [REDACTED]

2 [REDACTED]

3 MS. DUNN: Okay.

4 Q And the letter says that [REDACTED]

5 [REDACTED]

6 [REDACTED]

7 [REDACTED]

8 [REDACTED]

9 [REDACTED]

10 [REDACTED]

11 [REDACTED]

12 [REDACTED]

13 [REDACTED]

14 [REDACTED]

15 [REDACTED]

16 MR. LLEWELLYN: Objection; foundation.

17 THE WITNESS: I'm sorry. I didn't quite  
18 understand your question there.

19 MS. DUNN: Q. My question is: Is it  
20 accurate to say that [REDACTED]

21 [REDACTED] -- strike that.

22 My question is: When Mr. Williamson is  
23 saying in this letter that [REDACTED]

24 [REDACTED]

25 [REDACTED]

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A Those statements are certainly consistent with my understanding of how that works in the details.

Q Okay. But you only were able to cite one example of

MR. LLEWELLYN: Objection; form.

THE WITNESS: Over the years of Arm's history, there have been many examples of

MS. DUNN: Q. Well, you gave me one example; right?

A I think I gave you two, actually.

Q Okay. So in those two -- in those two

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1 examples, which were the only ones that you could  
2 remember, did -- [REDACTED]

3 [REDACTED]  
4 [REDACTED]

5 A I would expect so, but I don't know.

6 Q Okay. Can you think of any other examples  
7 when [REDACTED]

8 [REDACTED]

9 A I can think of an example where [REDACTED]

10 [REDACTED]

11 [REDACTED]

12 [REDACTED]

13 [REDACTED]

14 [REDACTED]

15 [REDACTED]

16 MS. DUNN: Okay. So we'll ask for those  
17 agreements.

18 Q And your testimony is that what we're going  
19 to see is that [REDACTED]

20 [REDACTED]

21 [REDACTED]

22 [REDACTED]

23 MR. LLEWELLYN: Objection; form.

24 MS. DUNN: Q. Right?

25 A I would think that -- yeah, without perfect

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1 knowledge of those agreements right now, I would think  
2 you would see something like that.

3 Q Okay. All right.

4 Can you think of any other examples where [REDACTED]

6 A As I sit here now, no.

7 Q Okay. And you didn't mention [REDACTED]

8 [REDACTED]; right?

10 MR. LLEWELLYN: Objection; form.

11 THE WITNESS: Well, no. You read the  
12 e-mails.

13 MS. DUNN: Right.

14 Q You didn't say, Hey, by the way, [REDACTED]

18 You didn't say any of that?

19 MR. LLEWELLYN: Objection; form.

20 THE WITNESS: Again, it's not there in the  
21 e-mails. So no.

22 MS. DUNN: No.

23 Q Instead, you had said -- on January 16th, you  
24 said, [REDACTED]

25 [REDACTED]; right?



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1           A    I said that [REDACTED]  
[REDACTED].

3           Q    Okay. If you'll look at the last  
4 paragraph -- or -- I'm sorry -- the third paragraph.  
5 In the last sentence of that paragraph, Mr. Williamson  
6 writes:

7           [REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]; right?

12          A    Yes.

13          Q    Right.

14                So after middle of January where you said,  
15 you know, [REDACTED]

[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]   [REDACTED]  
[REDACTED] right?

21          A    Well, it says we [REDACTED]  
[REDACTED]

23          Q    Right.

24                And then it says, [REDACTED]  
[REDACTED] correct?

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1           A     Correct.

2                   MS. DUNN:   Okay.   Let's show you what we'll  
3     mark as 107.

4                   STENOGRAPHIC REPORTER:   108.

5                   MS. DUNN:   I'm sorry.   108.

6                   MR. LLEWELLYN:   I do that five times a day,  
7     actually.

8                   MS. DUNN:   That makes me feel better.   That's  
9     the hardest part.   I can't keep the numbers straight.

10                   (Document marked Exhibit 108  
11                   for identification.)

12                   MS. DUNN:   All right.

13           Q     So Mr. Segars, this is a letter from Paul  
14     Williamson at Arm to Ziad Asghar at Qualcomm dated  
15     February 16, 2021.   It's the next in the series of  
16     letters that we've been looking at.

17                   Do you see that?

18           A     Yes.

19           Q     Okay.   So this letter dated February 16th,  
20     which is less than two weeks before the planned  
21     closing of the Qualcomm-NuVia acquisition, starts out  
22     by saying:

23                   [REDACTED]

[REDACTED]

[REDACTED]

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1 Do you see that?

2 A I do.

3 Q Okay. And then the second paragraph goes on  
4 to [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

14 Generally speaking, that's what that second  
15 paragraph says; right?

16 And we'll -- we'll go over it in more detail,  
17 but just at a high level.

18 MR. LLEWELLYN: Objection; form.

19 THE WITNESS: Okay. That's what it appears  
20 to say, yes.

21 MS. DUNN: Okay.

22 Q And if you can direct your attention to the  
23 beginning of the first paragraph. It starts out by  
24 saying:

25 [REDACTED]

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1

[REDACTED]

2

Do you see that?

3

MR. LLEWELLYN: Second paragraph.

4

MS. DUNN: Strike that.

5

MR. LLEWELLYN: Sorry.

6

MS. DUNN: Q. If you'll direct your

7

attention to the beginning of the second paragraph.

8

A Right.

9

Q It talks about [REDACTED]

[REDACTED]

11

Do you see that?

12

A Yes.

13

Q [REDACTED]

[REDACTED]

15

MR. LLEWELLYN: Objection; form.

16

THE WITNESS: I don't know exactly.

17

MS. DUNN: Q. Do you know at all?

18

A I would assume it meant the [REDACTED]

[REDACTED]

[REDACTED]

21

[REDACTED] That's my  
assumption.

22

Q Okay. And what is the basis for Arm's belief

23

that [REDACTED]

[REDACTED]

?

25

MR. LLEWELLYN: Objection; form.

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1

THE WITNESS: [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

9

MS. DUNN: Q. When you say [REDACTED]

[REDACTED]

what do you mean?

11

A

[REDACTED]

[REDACTED]

[REDACTED]

15

Q Okay. And -- and we -- I want to be precise

16

about what you mean by [REDACTED]

17

When you say [REDACTED] what do you mean?

18

A

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

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1 [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

5 Q But what -- you're saying that [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

10 MR. LLEWELLYN: Objection; form.

11 THE WITNESS: So the -- we -- we were talking

12 earlier about [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

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2

3

MS. DUNN: Right.

4

Q But what is

5

6

I'm just trying to understand. Be very

7

specific about what you're talking about when you say

8

9

MR. LLEWELLYN: Objection; form.

10

THE WITNESS:

11

12

13

MS. DUNN: Okay.

14

Q So your testimony is that

15

16

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21

Q Right.

22

And just to be clear, you're talking about

23

the

24

; correct?

25

A

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1 Q Right. [REDACTED]

2 [REDACTED]

3 [REDACTED]

4 [REDACTED]

5

MR. LLEWELLYN: Objection; form.

6

THE WITNESS: So using the -- the -- the

7 [REDACTED]

8 [REDACTED]

9 [REDACTED]

10 [REDACTED]

11 [REDACTED]

12 [REDACTED]

13 [REDACTED]

14 [REDACTED]

15 [REDACTED]

16 [REDACTED]

17 [REDACTED]

18 [REDACTED]

19

MS. DUNN: Okay.

20

21

MR. LLEWELLYN: So I -- I think we've been  
going significantly more than an hour. Do you want to  
just take a very quick break?

22

23

24

25

MS. DUNN: So I am almost done with this  
section. And if I can finish it out, we could even  
have lunch. I don't know what your --



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1 MR. LLEWELLYN: Okay. It's up to you.

2 THE WITNESS: Okay. Let's go.

3 MS. DUNN: Do you have the next --

4 MS. MORGAN: Yes.

5 MS. DUNN: Okay.

6 MS. MORGAN: Is this what you want?

7 MS. DUNN: Yeah.

8 Q When -- when they mark -- while -- while we  
9 mark 109, let me ask you one other question, which is:

10 [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

14 MR. LLEWELLYN: Objection; form.

15 THE WITNESS: [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

25 MS. DUNN: Okay. All right.

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1 So this is -- Exhibit 109 is the NuVia ALA.

2 Q And if you could, will you identify for me  
3 where in the NuVia ALA it says that [REDACTED]

5 STENOGRAPHIC REPORTER: Counsel --

6 MS. DUNN: Yeah.

7 STENOGRAPHIC REPORTER: -- this is 49. Would  
8 you want it marked 109 as well?

9 MS. DUNN: 49 is -- either way.

10 MS. MORGAN: Yeah, it's already --

11 MS. DUNN: That's fine.

12 MS. MORGAN: You can just call it 49. That's  
13 fine. Thank you.

14 (Document previously marked Exhibit 49  
15 for identification.)

16 MR. LLEWELLYN: Objection; form.

17 THE WITNESS: (Reading document.)

18 So on the basis of a -- however long that  
19 took me -- two-minute read through this contract,

20 [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

25 And then there is some more lawyer speak

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1 after that.

2 MS. DUNN: Okay. All right.

3 Q So this is --

4 A Now, I don't -- now, that was based on a

5 [REDACTED]

6 [REDACTED]

7 [REDACTED]

8 Q Okay.

9 A -- [REDACTED]

10 [REDACTED]

11 Q Okay. But your testimony, then, is that the  
12 language here that [REDACTED]

13 [REDACTED]

14 MR. LLEWELLYN: Objection; form.

15 THE WITNESS: [REDACTED] But to  
16 answer that definitively, I'd want to look through the  
17 rest of the terms.

18 But I'd also note that I'm not a lawyer. And  
19 so I would actually refer this -- if I was still the  
20 CEO of Arm being asked this question, I'd refer it to  
21 my general counsel.

22 MS. DUNN: Okay. Do you want to take a  
23 break?

24 MR. LLEWELLYN: Yeah.

25 THE VIDEOGRAPHER: We are going off the

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1 record. The time is 11:55 a.m.

2 (Lunch break taken at 11:55 a.m.)

3 ---oOo---

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AFTERNOON SESSION

12:49 P.M.

---oOo---

THE VIDEOGRAPHER: We are back on the record.  
The time is 12:49 p.m.

MS. DUNN: Thank you.

So before we start, I want to put on the record that at the beginning of this deposition, around 9:30 this morning, we asked the -- the witness whether he had a separation agreement with Arm. He said he did.

We then asked him questions about the agreement. There were certain questions, including questions related to [REDACTED]

[REDACTED], that the witness said may be in the document, but he couldn't say for sure. He would need to see the document.

We then requested that the document be produced today so that the witness could be questioned on the document, as the testimony indicated was necessary.

We were told that -- that counsel for Arm had to check whether the document had been produced. We said it had not.

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1           We asked before the lunch break whether we  
2       could have the document. And we have been told that  
3       we will not receive the document today and that  
4       possibly we won't receive the document at all.

5           And we're making the record so that we can  
6       move to compel.

7           But more importantly, we need to question --  
8       as we've explained to counsel, we need to question the  
9       witness on the document, as the witness' own testimony  
10      makes clear.

11          And so rather than hold the deposition open  
12      for that questioning, we would again request the  
13      document be produced to us today.

14          It's the -- he's the former CEO. It's his  
15      separation agreement with the company, which goes to  
16      his relationship with the company, it goes to bias,  
17      and it goes to his earlier testimony where he said he  
18      could not remember what was in the document and that  
19      there may be material provisions in the document.

20          So we think the easiest course for Arm  
21      counsel would be to produce the document now so that  
22      we could close this out.

23          But if they refuse to do so, notwithstanding  
24      the presence of outside and in-house counsel at the  
25      deposition, then we will make our record to move to

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1     compel.

2             MR. LLEWELLYN: And I will respond and say  
3     first we heard about this was at the deposition.

4             Counsel for Qualcomm has represented that  
5     this is a document that is not in the production. If  
6     counsel for Qualcomm could search the production.

7             Counsel for Qualcomm obviously was on notice  
8     that this was a potentially relevant document and  
9     could have raised it before the deposition.

10            Counsel for Qualcomm has also failed to  
11     identify any discovery request to which this would be  
12     responsive.

13            Accordingly, this is a last-minute request  
14     for a document, ignoring the complications that I've  
15     explained of attorneys on planes flying around for  
16     other depositions that are ongoing as we approach the  
17     close of discovery. And so I can't even confirm in  
18     the space of a lunch break whether or not this  
19     actually was or was not produced.

20            There are other complications here. If it  
21     weren't produced, we'd want to review it beforehand to  
22     assess.

23            So you can put that in writing. You can send  
24     a request. We're not holding the deposition open.

25            You had advance notice, presumably, because

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1 you say that you checked the production to see whether  
2 it's in there. So presumably, you knew there was a  
3 separation agreement to search for. And so I don't  
4 understand why this was raised last minute during the  
5 course of the deposition.

6 MS. DUNN: Just to correct counsel, we did  
7 search for a separation agreement. Didn't find one.  
8 That doesn't indicate one existed or that we knew it  
9 existed. It indicated the absence of an agreement.

10 We then asked the witness, who confirmed that  
11 he did have a separation agreement. That was the  
12 first time we knew that one did exist.

13 We promptly requested it. We did not ask for  
14 it by lunch. We asked for it before the close of the  
15 deposition today.

16 And we will need to keep the deposition open.  
17 It is material. This is a witness that's been put  
18 forth, and he's indicated that there are provisions in  
19 there that go directly to his -- [REDACTED]  
[REDACTED]. And so we are entitled to that,  
21 obviously.

22 The easiest thing to do would be to produce  
23 it today. It's hard to believe that the separation  
24 agreement, when clearly, like, in-house counsel would  
25 have the agreement, the witness would have the



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1 agreement, outside counsel might have the agreement,  
2 cannot be located in the course of a multihour  
3 deposition.

4 MR. LLEWELLYN: And you understand, of  
5 course, that Arm has significant operations in the UK,  
6 correct, and you understand what time it is there. So  
7 you understand there are complications when people are  
8 on planes, traveling, those sorts of things.

9 Also, you have had the opportunity to ask him  
10 about it. You could ask further. But you've been  
11 careful not to ask questions about whether or not it's  
12 impacted his testimony.

13 So we can resolve this later.

14 MS. DUNN: All right.

15 Q Are you ready, Mr. Segars?

16 A (Witness nods head.)

17 Q All right.

18 If you could look at Exhibit 109.

19 A 109 or 108?

20 Q I'm sorry. 108. Thank you.

21 This is the letter that we were talking about  
22 before the break from Paul Williamson at Arm, to Ziad  
23 Asghar at Qualcomm, dated February 16th.

24 And -- let's see. Before the break, you  
25 acknowledged that the second paragraph of the letter

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█

9

Do you see that language?

10

A Yes.

11

Q Okay.

█

█

14

A I don't remember.

15

Q What was the basis for Arm to

█

█

18

A

█

█

█

█

█

24

Q Okay. My question was a little bit

25

different.

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1 It was: What was the basis for Arm to

2 [REDACTED]

3 [REDACTED]

4 A [REDACTED]

5 [REDACTED]

6 [REDACTED]

7 [REDACTED]

8 [REDACTED]

9 [REDACTED]

10 [REDACTED].

11 Q Okay. So what you're saying is that [REDACTED]

12 [REDACTED]

13 [REDACTED]

14 [REDACTED]

15 [REDACTED]

16 Q Is that correct?

17 A [REDACTED]

18 [REDACTED]

19 Q Okay. And did you think [REDACTED]

20 [REDACTED]

21 [REDACTED]

22 MR. LLEWELLYN: Objection; form.

23 THE WITNESS: [REDACTED]

24 [REDACTED]

25 [REDACTED]

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3

4

MS. DUNN: Okay.

5

Q But why was that fair, in your opinion?

6

A Because the -- because of the agreement

7

between Arm and NuVia which

8

9

Q Okay.

10

11

MR. LLEWELLYN: Objection; form.

12

THE WITNESS: I don't remember the exact

13

difference.

14

MS. DUNN: Okay.

15

Q But you know that

16

17

A I believe that's true, yes.

18

Q Okay. So what you're saying is you thought

19

it was fair that

20

21

A

22

23

24

25

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2

3

Q Are you saying that

4

5

MR. LLEWELLYN: Objection; form.

6

7

THE WITNESS: Again, as I read this, this was  
about -- my recollection was that this was about

8

9

10

MS. DUNN: Okay.

11

Q And now -- and -- and Arm was demanding that,

12

13

right?

14

A

15

16

17

18

19

20

21

22

Q Right.

23

24

And it wouldn't matter to you if their  
licenses were the same or not; right?

25

MR. LLEWELLYN: Objection; form.

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1 THE WITNESS: [REDACTED]

[REDACTED]

[REDACTED]

4 MS. DUNN: Right.

5 Q [REDACTED]  
[REDACTED];

7 right?

8 A [REDACTED]  
[REDACTED]

10 Q Right.

11 And my question to you: You said you didn't  
12 know whether [REDACTED]

[REDACTED]

[REDACTED]; right? You remember you said  
15 that?

16 A Uh-huh.

17 Q Right.

18 And it didn't really matter, because either  
19 way, [REDACTED]

[REDACTED] right?

21 A [REDACTED]  
[REDACTED].

23 Q Right.

24 [REDACTED];

25 right?

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1 MR. LLEWELLYN: Objection; form.

2 THE WITNESS: Well, I think it is independent  
3 of that. However, I believe Ziad's letter talked  
4 about [REDACTED]

5 [REDACTED] [REDACTED]

6 [REDACTED]

7 MS. DUNN: Right.

8 Q And -- and here, [REDACTED]

9 [REDACTED]

10 [REDACTED]

11 [REDACTED]

12 [REDACTED]; correct?

13 MR. LLEWELLYN: Objection; form.

14 THE WITNESS: The -- the first five words of  
15 the -- of that second paragraph say [REDACTED]

16 [REDACTED] -- [REDACTED] -- [REDACTED] -- I keep

17 saying that -- [REDACTED] That may be six or seven

18 words. So it's in respect to [REDACTED]

19 MS. DUNN: Right.

20 Q And so my question is, then: [REDACTED]

21 [REDACTED]

22 [REDACTED]

23 [REDACTED]

24 [REDACTED]

25 [REDACTED] correct?

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1 A [REDACTED].

2 Q But the answer to my question is "yes"?

3 MR. LLEWELLYN: Objection; form --

4 MS. DUNN: Q. Right?

5 MR. LLEWELLYN: -- asked and answered.

6 THE WITNESS: I don't think anybody at Arm  
7 was suggesting that [REDACTED]

8 [REDACTED]

9 [REDACTED]

10 [REDACTED]

11 [REDACTED]

12 [REDACTED]

13 [REDACTED]

14 MS. DUNN: Right.

15 Q [REDACTED]

16 [REDACTED]

17 [REDACTED]?

18 MR. LLEWELLYN: Objection; form.

19 THE WITNESS: [REDACTED]

20 [REDACTED].

21 MS. DUNN: Right.

22 Q And that's the design that we talked about  
23 earlier?

24 A [REDACTED]

25 [REDACTED] yes.



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1 Q And that was true, even though [REDACTED]  
[REDACTED];  
3 right?

4 MR. LLEWELLYN: Objection; form.

5 THE WITNESS: I think it was a reasonable  
6 assumption that [REDACTED]  
[REDACTED].

8 MS. DUNN: Right.

9 Q Well, you said --

10 A But that's not --

11 Q -- it would be a great home for the team?

12 A Right.

13 Q Right.

14 A But [REDACTED]  
[REDACTED] [REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]

19 [REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]

23 MS. DUNN: Okay. Move to strike.

24 Q [REDACTED]  
[REDACTED]?

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1 A I don't know.

2 Q [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED] That's your testimony?

5 A [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED].

11 Q So you don't know?

12 A I don't know.

13 Q Okay. All right.

14 And you are aware, though, that [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]; right?

19 A [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

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1

[REDACTED]

2

[REDACTED]

3

[REDACTED]

4

[REDACTED]

5

[REDACTED]

6

[REDACTED]

7

Q Right.

8

But this -- so tell me about that. You said

9

typically, [REDACTED]

10

[REDACTED]

11

[REDACTED]

12

A Sorry. IoT.

13

Q IoT. So IoT is Internet of Things; right?

14

A Correct, yes.

15

Q Okay. And so what's -- tell me more about

16

the differences between [REDACTED]

17

[REDACTED]

18

[REDACTED]

19

A [REDACTED]

20

[REDACTED]

21

[REDACTED]

22

[REDACTED]

23

[REDACTED]

24

[REDACTED]

25

[REDACTED]

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10 Q That sounds significantly different. Is  
11 that -- do I have that right?

12 A Yes.

13 Q Yeah.

14 And at the time that Qualcomm acquired NuVia,  
15 it sounds like you said that █

█

█

18 A Yeah, we weren't privy to precisely what  
19 Qualcomm were going to do. We only had press releases  
20 to go on and -- yeah.

21 Q Right.

22 And it was im- -- impossible to figure out,  
23 based on just knowing the work that the NuVia  
24 engineers had done, what could be done with it when  
25 they got to Qualcomm; right?

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1 MR. LLEWELLYN: Objection; form.

2 THE WITNESS: Certainly, from my point of  
3 view, I didn't know exactly what NuVia had done. I  
4 don't know whether somebody like Richard had greater  
5 insight on that.

6 But we knew -- all I knew was that it was a  
7 processor design that had been targeted at the server.  
8 Qualcomm were acquiring it.

9 MS. DUNN: Okay. All right.

10 Q And I think that we agreed that [REDACTED]  
[REDACTED] -- sorry. Strike  
12 that.

13 If -- I think we agreed that [REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]

17 MR. LLEWELLYN: Objection; form.

18 THE WITNESS: [REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]

22 MS. DUNN: Okay.

23 Q And so [REDACTED]  
[REDACTED]; right?

25 A [REDACTED]

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1 [REDACTED]

[REDACTED] [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

6 Q Right.

7 And when you say that [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]; right?

12 A Yeah.

13 Q Okay. [REDACTED]

[REDACTED]?

15 A [REDACTED] [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED].

24 Q Right.

25 But probably not for a very long time if

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[REDACTED]

[REDACTED]

[REDACTED]; right?

A Certainly, [REDACTED]

[REDACTED].

Q Right. Okay.

The [REDACTED]

[REDACTED] -- oh, sorry. Strike that.

[REDACTED]

[REDACTED]

A I think this -- I think this [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED] [REDACTED]

[REDACTED]

Q Okay.

A There could be a lot of detail to work out.

Q Okay. All right.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

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9

Do you see that?

10

A Yes.

11

Q All right.

12

And so Arm is saying that

█

█

█

right?

16

MR. LLEWELLYN: Objection; form.

17

THE WITNESS: I don't think that's what this

18

says.

19

The -- the purpose there -- if the -- how do

20

I describe this?

21

The -- the purpose there was to -- to

22

█

█

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MS. DUNN: Q. So is it your testimony that  
what this is saying is that [REDACTED]  
[REDACTED]  
[REDACTED]?

A No.

Q And this says that [REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]

A So I believe what this term is trying to say  
is that [REDACTED]  
[REDACTED]  
[REDACTED]

Q And when you say [REDACTED] what do you  
mean?

A [REDACTED]  
[REDACTED]  
[REDACTED]

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1

2

Q And what made Arm think [REDACTED]

3

4

MR. LLEWELLYN: Objection; form.

5

THE WITNESS: So again, the -- [REDACTED]

6

7

8

9

10

MS. DUNN: Right.

11

Q But my question to you was: What made Arm

12

think [REDACTED]

13

[REDACTED]?

14

MR. LLEWELLYN: Objection; form.

15

THE WITNESS: I don't think that's what's

16

being asked for here.

17

MS. DUNN: Q. Those were those -- those were

18

your words, sir, just a second ago. You said the

19

20

21

So what made Arm think that it could do that?

22

MR. LLEWELLYN: Objection; form.

23

THE WITNESS: So I'll correct what I said a

24

moment ago.

25

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MS. DUNN: Q. This provision

10

11

12

Do you see that?

13

A

14

15

Q Right.

16

So Arm's position is that

17

18

19

isn't that correct?

20

A That is what it says.

21

Q In your time at Arm, has Arm ever

22

23

24

A I don't know.

25

Q Okay. Can you think of any time, sitting

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1 here today?

2 A I can't think of an example.

3 Q Okay. If you keep going in this letter,  
4 after [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

8 Do you see that?

9 A Yes, yes.

10 Q Okay. What is a [REDACTED]?

11 A [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

15 MR. LLEWELLYN: Objection to form.

16 THE WITNESS: Well, again, [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

20 MS. DUNN: Okay.

21 Q Is there anything in any contract, in the  
22 NuVia ALA, for example, that would [REDACTED]

[REDACTED]?

24 A I don't know.

25 Q Can you think of anything as you sit here

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1 today?

2 A Again, I'm not a lawyer. I would -- if I  
3 were still in my role at Arm, I'd have my GC answer  
4 that question for me.

5 Q Okay. In your role as CEO and in your 30  
6 years of experience at Arm, had Arm ever [REDACTED]

[REDACTED]

[REDACTED]

9 A Yes, I'm pretty sure that Arm had.

10 Q Okay. And which -- what example is that that  
11 you can think of?

12 A I can't think of specifics, but I am fairly  
13 confident that that has happened in previous  
14 agreements.

15 Q Okay. And in -- even though you can't  
16 identify any specific instance, do you think that [REDACTED]

[REDACTED]

[REDACTED]

19 MR. LLEWELLYN: Objection; form.

20 THE WITNESS: I can't think of an example of  
21 that, of -- [REDACTED]

[REDACTED]. So I don't know.

23 MS. DUNN: Okay. All right.

24 Q So you previously testified that you had  
25 expected the Qualcomm-Nuvia acquisition to close at

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1 the end of February.

2 This letter dated February 16th sets out

3 [REDACTED]  
4 [REDACTED].

5 Do you agree with me that [REDACTED]

6 [REDACTED]  
7 [REDACTED]  
8 [REDACTED]

9 MR. LLEWELLYN: Objection; form.

10 THE WITNESS: I don't think that was  
11 impossible.

12 MS. DUNN: Q. You think that was doable?

13 A If you put people in a room with the right  
14 incentives, they can get work done.

15 Q I think the key to that is "the right  
16 incentives."

17 Do you think at this time, [REDACTED]

18 [REDACTED]  
19 [REDACTED]  
20 [REDACTED]  
21 [REDACTED]  
22 [REDACTED]  
23 [REDACTED]  
24 [REDACTED]  
25 [REDACTED]

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1 Q Right.

2 So your testimony is that as of this  
3 February 16th letter, Arm was still committed to  
4 moving as quickly as possible to make sure that  
5 Qualcomm and NuVia could close their acquisition by  
6 the end of February?

7 MR. LLEWELLYN: Objection; mischaracterizes  
8 testimony.

9 THE WITNESS: I think that, yeah, Arm is  
10 motivated to find a deal -- to find a deal that worked  
11 with Arm, to find a deal that worked for all the  
12 parties. That's how we had built a successful  
13 business in that time.

14 Now, that being said, that didn't mean that  
15 in order to get it done quickly, as is the case with  
16 any contract, that we'd necessarily sacrifice  
17 unnecessarily the commercial terms.

18 But there was no incentive for Arm to not  
19 reach an agreement.

20 MS. DUNN: Q. There was no incentive to slow  
21 roll; right? That's your testimony?

22 A There's no incentive to slow roll.

23 Q Right.

24 And your testimony is that Arm was not trying  
25 to slow roll; right?

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1           A    Not trying to slow roll. But at the same  
2   time -- and I'm guessing you're -- [REDACTED]

3   [REDACTED]  
4   The incentive was to get the deal done. The incentive  
5   was to get the deal done with the right terms and, you  
6   know, in a -- in a -- in a time frame that's conducive  
7   for good business.

8           Q    Right.

9                My question, sir, was a little bit different.  
10               You knew that Qualcomm and NuVia wanted to  
11   close this acquisition by the end of February?

12          A    Uh-huh.

13          Q    This letter comes on February 16th. [REDACTED]  
14   [REDACTED] [REDACTED]  
15   [REDACTED]

16               And my question to you is whether it's your  
17   testimony that there was no intention on the part of  
18   Arm to slow roll to ensure that Qualcomm and NuVia  
19   could not close their deal?

20               MR. LLEWELLYN: Objection; form.

21               THE WITNESS: I don't believe there was any  
22   desire of anyone in Arm to slow roll this deal.

23               MS. DUNN: Okay. All right.

24          Q    So you became --

25          A    If I can -- if I can finish.



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1 Q Your counsel will have some time with you  
2 after --

3 MR. LLEWELLYN: He can finish his answer. He  
4 was -- he had just asked if he can finish.

5 You can finish.

6 THE WITNESS: The -- the time frame to close  
7 their acquisition by the end of February was a time  
8 frame that they set.

9 And whilst we were happy to support that, if  
10 it needed to take longer, if -- if closing these  
11 agreements between Arm, NuVia, Qualcomm needed to take  
12 longer because of the complexity, then from our point  
13 of view, it needed to take longer.

14 MS. DUNN: Okay.

15 THE WITNESS: The February deadline wasn't  
16 one that we set.

17 MS. DUNN: I'm going to move to strike the  
18 second part of your answer.

19 Q You -- my question is very simple, sir. It's  
20 that this letter comes on February 16th. [REDACTED]

[REDACTED] [REDACTED]  
[REDACTED] [REDACTED]

23 And my only question to you is whether it's  
24 your testimony that there was no intention on the part  
25 of Arm to slow roll so that Qualcomm and NuVia could

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1 not close their deal?

2 MR. LLEWELLYN: Objection; form; asked and  
3 answered.

4 THE WITNESS: So from my point of view as the  
5 CEO, there was no desire on our side to deliberately  
6 slow the -- slow roll this agreement. It may be  
7 complex, but there was no desire to slow roll it.

8 MS. DUNN: All right.

9 Q Do you recall that you became involved in  
10 negotiations between Arm and Qualcomm by at least  
11 March of 2021?

12 A I don't remember exactly when I began to get  
13 involved.

14 Q Okay. [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

18 Q Okay. What was your role?

19 A [REDACTED]

[REDACTED]

[REDACTED]

22 Q Okay. And did you feel like the parties were  
23 making progress during the period that you were  
24 involved?

25 A I felt like progress was very slow.

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1 Q Okay. And why was that, in your opinion?

2 A [REDACTED]

3 [REDACTED]

4 MS. DUNN: Okay. All right.

5 Let's mark the next exhibit, which I think is  
6 110.

7 STENOGRAPHIC REPORTER: 109.

8 MS. DUNN: 109. Can that be? Thanks.

9 (Document marked Exhibit 109  
10 for identification.)

11 THE WITNESS: Thank you.

12 MS. DUNN: All right.

13 Q This -- the first e-mail in this thread is an  
14 e-mail from Qualcomm CEO Cristiano Amon to you. It's  
15 dated March 9, 2021.

16 Do you see that?

17 A Yes.

18 Q The subject of the e-mail is:

19 "Sync."

20 And if you direct your attention to the first  
21 paragraph of Mr. Amon's e-mail to you, it says:

22 [REDACTED]

23 [REDACTED]

24 [REDACTED]

25 Do you see that?

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1 A Yes.

2 Q Okay. And did you at this time have a  
3 relationship with Cristiano Amon, or Amon?

4 A Yes. I've met Cristiano many times.

5 Q Okay. And what was your relationship like?

6 A Fine.

7 Q Do you have a view of him?

8 A Smart guy, very driven.

9 Q You say -- if you look at the e-mail -- your  
10 e-mail at the top of the page, you say -- in response  
11 to Cristiano's e-mail, you e-mail other members of  
12 your team, including Rene Haas and Will Abbey. You  
13 say:

14 [REDACTED]  
[REDACTED]  
[REDACTED]

17 A I can't remember what I was expecting when I  
18 wrote that e-mail.

19 Q Okay. And you say that [REDACTED]  
[REDACTED]  
[REDACTED]

22 Do you see that?

23 A Yes.

24 Q Okay. And [REDACTED]  
[REDACTED]

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1 A I don't recall.

2 MS. DUNN: Okay. All right.

3 Let's show you 110.

4 (Document marked Exhibit 110  
5 for identification.)

6 THE WITNESS: Thank you.

7 MS. DUNN: All right.

8 Q This is an e-mail chain between you and  
9 several people at Arm, including Rene Haas, with the  
10 subject line:

11 "Qualcomm NuVia."

12 Dated March 16, 2021.

13 Do you see that?

14 A Yes.

15 Q And if you look at the top e-mail, at the  
16 last sentence -- at the last sentence, it says:

17 [REDACTED] [REDACTED]  
[REDACTED] [REDACTED]  
[REDACTED] [REDACTED]

20 Do you see that?

21 A Yes.

22 Q Okay. Why did you [REDACTED]?

23 A I -- I don't remember.

24 Q Okay. What changed between your earlier  
25 e-mail, [REDACTED]

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3

A I don't know.

4

Q Okay.

5

6

7

8

9

10

A That's what this says.

11

Q Okay. All right.

12

13

If you direct your attention to the beginning  
of the chain, one of your colleagues says:

14

15

16

17

Mr. Haas says:

18

19

Do you see that?

20

A Yep.

21

Q And then Jason Zajac says:

22

23

24

25

Do you see that?

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1 A Yes.

2 Q And Mr. Haas says:

3 [REDACTED]

4 Meaning, he's saying [REDACTED]

5 [REDACTED] right?

6 A Yes.

7 Q Okay. And then you say:

8 [REDACTED]

9 [REDACTED]

10 [REDACTED] [REDACTED]

11 [REDACTED]

12 Do you see that?

13 A I do.

14 Q Okay. When you said [REDACTED]

15 [REDACTED] what did you mean?

16 A [REDACTED]

17 [REDACTED]

18 [REDACTED] [REDACTED]

19 [REDACTED] [REDACTED]

20 [REDACTED] [REDACTED]

21 [REDACTED]

22 [REDACTED]

23 Q Right.

24 And when you say [REDACTED]

25 [REDACTED]

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1

[REDACTED]

2

[REDACTED]

3

[REDACTED]

4

MR. LLEWELLYN: Objection; form.

5

THE WITNESS: I'm not a lawyer, but our

6

contract talks about [REDACTED]

7

[REDACTED]

8

[REDACTED]

9

[REDACTED] [REDACTED]

10

[REDACTED]

11

[REDACTED]

12

[REDACTED] [REDACTED]

13

[REDACTED]

14

[REDACTED]

15

[REDACTED]

16

[REDACTED] [REDACTED]

17

[REDACTED] [REDACTED]

18

[REDACTED]

19

[REDACTED]

20

MS. DUNN: Okay.

21

Q And Arm never told Qualcomm not to close;

22

right?

23

MR. LLEWELLYN: Objection; form.

24

THE WITNESS: I'm not aware of anyone telling

25

Qualcomm not to close.



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1 MS. DUNN: Q. And you know that Cristiano  
2 had reached out to you prior to the closing; right?

3 We saw that e-mail. In his e-mail of  
4 March 9th, he says:

5 [REDACTED]

6 A Right.

7 Q Right?

8 A Yep.

9 Q And then here it is March 16th, and you're  
10 saying, T [REDACTED]

11 [REDACTED]

12 You see that; right?

13 A Yes. There's six days between these e-mails?

14 Q Right.

15 And so [REDACTED]

16 [REDACTED]; right?

17 MR. LLEWELLYN: Objection; form.

18 THE WITNESS: I don't think that's  
19 necessarily the case --

20 MS. DUNN: Okay.

21 THE WITNESS: -- based on -- based on  
22 Cristiano's e-mail to me. He just says, [REDACTED]

23 [REDACTED] --

24 MS. DUNN: Well --

25 THE WITNESS: -- [REDACTED].

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1 MS. DUNN: Let's -- okay.

2 Q So on March 9th, Cristiano writes to you:

3 [REDACTED]

4 [REDACTED]

5 [REDACTED]

6 Do you see that?

7 A I see that.

8 Q And on March 16th, you're writing your team  
9 that [REDACTED]

10 [REDACTED]

11 Do you see that?

12 A I see that.

13 Q Okay. And so [REDACTED]

14 [REDACTED]; right?

15 MR. LLEWELLYN: Objection; form.

16 THE WITNESS: No, I don't think that's  
17 correct.

18 [REDACTED]

19 [REDACTED]

20 [REDACTED]

21 [REDACTED]

22 [REDACTED]

23 [REDACTED]

24 [REDACTED].

25 MS. DUNN: Okay.

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1 Q But --

2 A [REDACTED]

3 [REDACTED] [REDACTED]

4 [REDACTED]

5 Q But you don't disagree that your own words in  
6 this e-mail say, [REDACTED]

7 [REDACTED]; right? You see that?

8 A I don't disagree. That is what it says.

9 Q Okay. The next sentence of your e-mail says:

10 [REDACTED]

11 [REDACTED]

12 [REDACTED]

13 [REDACTED]

14 When you say [REDACTED]

15 [REDACTED] what did you mean?

16 A I believe what I meant there is that [REDACTED]

17 [REDACTED]

18 [REDACTED]

19 [REDACTED]

20 [REDACTED]

21 Q And those instances you're talking about are  
22 circumstance -- [REDACTED]

23 [REDACTED]

24 A I think I said earlier [REDACTED]

25 [REDACTED]

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1 Q Right.

2 A So the -- [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

10 Q Okay. So when Arm [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]; right?

15 MR. LLEWELLYN: Objection; form.

16 THE WITNESS: [REDACTED]

[REDACTED]

[REDACTED]

19 MS. DUNN: Q. Well, this sentence seems to  
20 say it's never happened before. It says:

21 [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

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1 [REDACTED]; correct?

2 MR. LLEWELLYN: Objection to form.

3 THE WITNESS: I [REDACTED]

4 [REDACTED]

5 [REDACTED]

6 [REDACTED]

7 [REDACTED]

8 [REDACTED]

9 [REDACTED]

10 MS. DUNN: Q. And as you sit here today, can  
11 you think of any other instance?

12 A No.

13 MS. DUNN: All right.

14 Let's show you the next exhibit, which is  
15 111.

16 (Document marked Exhibit 111  
17 for identification.)

18 MS. DUNN: All right.

19 Q This is an e-mail chain dated May 2021. The  
20 subject of the e-mail is:

21 "Contact Names."

22 And I'm going to start with the bottom of  
23 page 3. So if you look at the bottom of page 3, you  
24 can see an e-mail that you sent to Mr. Amon following  
25 your initial call on March 17th.

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Page 149

1 Do you see that?

2 A Uh-huh.

3 Q Okay. It starts:

4 [REDACTED]

5 Do you see that?

6 A Yes.

7 Q Okay. Do you recall your conversation with  
8 Cristiano on March 17th?

9 A Vaguely.

10 Q Okay. What do you recall?

11 A [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

17 MR. LLEWELLYN: Did you say "cordial"?

18 THE WITNESS: Cordial, yes.

19 MS. DUNN: All right.

20 Q And you see that in the next e-mail,  
21 Cristiano responds to you and indicates -- well, first  
22 thing he says is, he says:

23 [REDACTED]

[REDACTED]

[REDACTED]

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Page 150

1 Do you see that?

2 A I do.

3 Q And he writes that on March 23rd.

4 Do you recall giving Cristiano the impression  
5 that [REDACTED]

7 A No, I don't recall giving him that  
8 impression.

9 Q Do you think that what he's writing here is  
10 not true?

11 A I think that what he's written there is --  
12 may -- may have been his takeaway from the call. I --

13 Q Okay.

14 A -- can't comment.

15 Q And is it your testimony that at this point,

16 [REDACTED]  
[REDACTED]

18 MR. LLEWELLYN: Objection; form.

19 THE WITNESS: I'm sorry. Could you repeat  
20 that question.

21 MS. DUNN: Q. I said, is it your testimony  
22 that [REDACTED]

24 MR. LLEWELLYN: Objection; form.

25 THE WITNESS: I can't remember what I was

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1 thinking about [REDACTED]

2 [REDACTED]

3 MS. DUNN: Okay. All right.

4 Q Cristiano continues. He says:

5 [REDACTED]

6 [REDACTED]

7 [REDACTED]

8 [REDACTED]

9 [REDACTED]

10 Do you see that?

11 A I see that.

12 Q Okay. [REDACTED]

13 [REDACTED]

14 [REDACTED]

15 [REDACTED] correct?

16 A That's what this says he's going to do.

17 Q Okay. And the next e-mail in the chain is  
18 again from Cristiano to you.

19 Do you see that?

20 A Yes, I do.

21 Q And there's no response from you here to  
22 Cristiano's e-mail; right?

23 A Correct.

24 Q Right.

25 So you did not respond to him and say, [REDACTED]



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1

2

3

A I did not.

4

5

6

7

Q And are you aware, sir, that Arm has taken the position in this case that Qualcomm must destroy technology that Arm knew Qualcomm was working on as early as March of 2021?

8

A I was not aware of that, no.

9

10

11

12

Q Okay. Now that you're aware, as an engineer, what is your view about Arm's demand that Qualcomm should destroy technology that Arm knew Qualcomm was working on as early as March of 2021?

13

MR. LLEWELLYN: Objection; form.

14

THE WITNESS:

15

16

17

18

19

MS. DUNN: Q.

20

21

22

23

MR. LLEWELLYN: Objection; mischaracterizes testimony.

24

THE WITNESS:

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1

[REDACTED]

2

MS. DUNN: Okay.

3

Q

[REDACTED]

■

[REDACTED]

■

[REDACTED]

■

[REDACTED]

7

MR. LLEWELLYN: Objection; form.

8

MS. DUNN: Q. Right?

9

A

[REDACTED]

■

[REDACTED]

■

[REDACTED]

■

[REDACTED]

■

[REDACTED]

■

[REDACTED]

■

[REDACTED]

■

[REDACTED]

■

[REDACTED]

■

[REDACTED]

■

[REDACTED]

20

MS. DUNN: All right. Move to strike.

21

Q

Sir, that's not my question.

22

My question is that

[REDACTED]

■

[REDACTED]

■

[REDACTED]

■

[REDACTED]

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1 A [REDACTED]

2 [REDACTED]

3 Q And you're aware, I assume, that [REDACTED]

4 [REDACTED]

5 [REDACTED]

6 MR. LLEWELLYN: Objection; form.

7 THE WITNESS: [REDACTED]

8 [REDACTED]

9 MS. DUNN: Okay.

10 Q [REDACTED]

11 [REDACTED]

12 [REDACTED]

13 [REDACTED]

14 [REDACTED]

15 [REDACTED]

16 [REDACTED]

17 Q All right.

18 Continuing with this e-mail, you'll see that

19 after this e-mail exchange that we just discussed,

20 Mr. Amon writes you two more times over the course of

21 the next six weeks to [REDACTED]

22 [REDACTED]

23 Do you see that?

24 A Two more times, yes.

25 Q Okay. If you look at the top of page 2,

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1 it's -- on April 30th, Cristiano is raising a  
2 different concern. He says that:

3

█

█

6 Do you see that?

7 A Yes, I see that.

8 Q Okay. And if you look at your e-mail at the  
9 bottom of page 1, you write to Rene Haas and Will  
10 Abbey, █

█

█

13 Do you see that?

14 A Yes.

15 Q Okay. So you're not on the top e-mails on  
16 this chain. But you can see that after you write  
17 to -- strike that.

18 So after you write to Mr. Haas and Mr. Abbey,  
19 saying that █

█

█

█

23 Do you see that?

24 A Where it says:

25

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1

[REDACTED]

2

Q Right.

3

A Yes.

4

Q You see that?

5

A Yes.

6

Q And that's on April 30th.

7

And then on May 1st, Mr. Haas writes only to

8

Mr. Abbey, dropping you from the chain, and says:

9

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

13

Do you see that?

14

A I see that.

15

Q Okay. And then Mr. Abbey responds to

16

Mr. Haas, saying:

17

[REDACTED]

[REDACTED]

[REDACTED]

19

Do you see that?

20

A I see that.

21

Q Okay. Were you aware that

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

24

MR. LLEWELLYN: Objection to form.

25

THE WITNESS: Not that I remember.

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1 MS. DUNN: Okay.

2 Q Did Mr. Abbey or Mr. Haas ever deliver that  
3 message to you?

4 A I can't remember.

5 Q Okay. Did you have any understanding, even  
6 looking at this today, about [REDACTED]

7 [REDACTED]

8 [REDACTED]

9 A No. You'd have to ask Rene.

10 Q Okay. And do you know why, [REDACTED]

11 [REDACTED]

12 [REDACTED]

13 [REDACTED]

14 [REDACTED]

15 MR. LLEWELLYN: Objection; form.

16 THE WITNESS: Sorry. Can you read the first  
17 part of that question again.

18 MS. DUNN: Q. Do you know why, [REDACTED]

19 [REDACTED]

20 [REDACTED]

21 [REDACTED]

22 [REDACTED]

23 MR. LLEWELLYN: Objection; form.

24 THE WITNESS: No, I don't.

25 MS. DUNN: Okay.

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1 Q And do you know why Mr. Haas says that [REDACTED]

[REDACTED]

[REDACTED]

4 A No, I don't.

5 Q Okay. Do you think it's because [REDACTED]

[REDACTED]

7 MR. LLEWELLYN: Objection; form.

8 THE WITNESS: I have no idea what Rene was  
9 thinking when he wrote that.

10 MS. DUNN: Okay.

11 Q And did [REDACTED]

[REDACTED]

13 A I don't remember.

14 Q You don't remember who -- [REDACTED]

[REDACTED]

16 A I know [REDACTED]

[REDACTED]

[REDACTED]

19 Q Okay.

20 A -- [REDACTED] [REDACTED]

[REDACTED]

22 Q [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

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1

[REDACTED]

2

[REDACTED]

3

[REDACTED]

4

[REDACTED]

5

[REDACTED]

6

[REDACTED]

7

[REDACTED]

8

[REDACTED]

9

[REDACTED]

10

[REDACTED]

11

[REDACTED]

12

MR. LLEWELLYN: Objection; form.

13

THE WITNESS: [REDACTED]

14

[REDACTED]

15

MS. DUNN: Q. [REDACTED]

16

[REDACTED]

17

[REDACTED]

18

[REDACTED]

19

[REDACTED]

20

[REDACTED]

21

[REDACTED]

22

[REDACTED]

23

[REDACTED]

24

[REDACTED]

25

MS. DUNN: Okay. All right.



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1 Let's show --

2 MR. LLEWELLYN: Can we take a break? It's  
3 been, like, an hour and ten minutes. Quickly.

4 MS. DUNN: That's fine with me.

5 Are you good?

6 THE WITNESS: Yep.

7 THE VIDEOGRAPHER: We are going off the  
8 record. The time is 2:02 p.m.

9 (Recess taken.)

10 THE VIDEOGRAPHER: We are back on the record.  
11 The time is 2:16 p.m.

12 MS. DUNN: Okay.

13 Q Sir, you testified a moment ago that in May,  
14 you had [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

20 MR. LLEWELLYN: Objection; form.

21 THE WITNESS: I don't know.

22 MS. DUNN: Okay. All right.

23 Let's show the witness what's been previously  
24 marked as Exhibit 27.

25 //

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1 (Document previously marked Exhibit 27  
2 for identification.)

3 THE WITNESS: Thank you.

4 MS. DUNN: All right.

5 Q This is an e-mail chain from July 14th of  
6 2021. Directing your attention to the bottom of the  
7 second page, where you'll find an e-mail from you to  
8 Cristiano dated July 14, 2021.

9 Are you there?

10 A I'm there, yes.

11 Q Okay. In the second paragraph of the e-mail,  
12 Cristiano says:

13 [REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]

20 Do you see that?

21 A Yes.

22 Q Okay. And then if you direct your attention  
23 to the first page, you'll find an e-mail that you then  
24 sent to Rene Haas, Paul Williamson, and Will Abbey.  
25 And in the first sentence, you say:

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1

2

3

Do you see that?

4

A I do.

5

6

Q Okay. And this is July of 2021. The e-mail  
when

7

8

You recall that;  
right?

9

A I think that was in April.

10

11

12

13

Q Okay. ;  
correct?

14

15

16

A It would appear so. I

17

Q Right.

18

But we can agree that

19

20

; correct?

21

MR. LLEWELLYN: Objection; form.

22

THE WITNESS: That is what Mr. Amon says,

23

yes.

24

MS. DUNN: Right.

25

Q And that's -- and then you say:

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1

2

3

You see that; right?

4

A Yep.

5

Q Right.

6

And then if you look at the top e-mail,

7

Mr. Abbey responds to you saying:

8

9

10

11

Do you see that?

12

A I see that.

13

Q Okay.

14

; correct?

15

A It reads as though that is the case, yes.

16

Q Right.

17

And instead, he says,

18

19

20

21

?

22

MR. LLEWELLYN: Objection; form.

23

MS. DUNN: Q. Right?

24

A Well,

25

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1

2

3

Q Right.

4

But you don't disagree that

5

6

7

8

9

10

Q Right.

11

12

; right?

13

MR. LLEWELLYN: Objection; form.

14

THE WITNESS: I don't know.

15

16

17

18

MS. DUNN: All right.

19

Q And Mr. Abbey

20

21

22

23

24

MR. LLEWELLYN: Objection; form.

25

THE WITNESS: Sorry. Could you repeat that.

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1 MS. DUNN: That's a fair question.

2 Q [REDACTED]

3 [REDACTED] --

4 A Oh.

5 Q -- [REDACTED]

6 [REDACTED]

7 [REDACTED]

8 [REDACTED]

9 [REDACTED]

10 [REDACTED]

11 [REDACTED]

12 MR. LLEWELLYN: Objection to the form.

13 THE WITNESS: [REDACTED]

14 [REDACTED]

15 MS. DUNN: Q. [REDACTED]

16 [REDACTED]

17 [REDACTED]

18 MR. LLEWELLYN: Objection; form.

19 THE WITNESS: I don't know.

20 MS. DUNN: Q. [REDACTED]

21 [REDACTED]

22 [REDACTED]

23 [REDACTED]

24 MR. LLEWELLYN: Objection; form.

25 THE WITNESS: I don't know.

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1 MS. DUNN: Q. Is it possible?

2 MR. LLEWELLYN: Objection; form.

3 THE WITNESS: [REDACTED]

4 [REDACTED]

5 [REDACTED]

6 MS. DUNN: All right.

7 Q If you would look, sir, at the third page of  
8 this document. There's an e-mail to you -- from you  
9 to Mr. Amon dated June 29, 2021. And in this e-mail,  
10 you [REDACTED]

11 [REDACTED]

12 [REDACTED]

13 [REDACTED]

14 [REDACTED]

15 Do you see that?

16 A I see that.

17 Q Okay. And then below that, [REDACTED]

18 [REDACTED]

19 [REDACTED]

20 [REDACTED]

21 [REDACTED]

22 [REDACTED]

23 [REDACTED]

24 [REDACTED]

25 Do you see that?

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1 A I see that.

2 Q Okay. And your -- [REDACTED]

[REDACTED]

[REDACTED]

right?

5 MR. LLEWELLYN: Objection; form.

6 THE WITNESS: That's the implication of this,  
7 yeah.

8 MS. DUNN: Q. [REDACTED]

[REDACTED]

?

10 A Yeah, I can't remember.

11 Q Does it make sense to you that [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

23 MR. LLEWELLYN: Objection; form.

24 THE WITNESS: [REDACTED]

25 MS. DUNN: Q. Well, you said that the



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1

[REDACTED]

2

[REDACTED]

3

[REDACTED]

4

[REDACTED]

5

[REDACTED]

6

[REDACTED]

7

[REDACTED]

8

[REDACTED]

9

[REDACTED]

10

[REDACTED]

11

[REDACTED]

12

[REDACTED]

13

[REDACTED]

14

[REDACTED]

15

[REDACTED]

16

[REDACTED]

17

[REDACTED]

18

[REDACTED]

19

[REDACTED]

20

[REDACTED]

21

[REDACTED]

22

[REDACTED]

23

[REDACTED]

24

MR. LLEWELLYN: Objection; form.

25

THE WITNESS: [REDACTED]

26

[REDACTED]

27

[REDACTED]

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1

█

█

█

█

█

7

MS. DUNN: Okay.

8

Q But you testified earlier that █

█

█

█

12

MR. LLEWELLYN: Objection; form.

13

THE WITNESS: █

█

█

█

█

█

19

MS. DUNN: Okay.

20

Q

█

█

█

24

A

█

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1

Q

2

3

A

4

Q

Okay. All right.

5

6

MR. LLEWELLYN: Objection; form.

7

THE WITNESS:

8

9

MS. DUNN: All right.

10

Q

11

12

13

14

15

16

17

18

Q

Okay. Oh, and so what you're saying is that

19

20

21

22

Q

Okay. Is that the same with

23

24

25

A

I don't know. That's not explicit here, and

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1 I can't remember what we were thinking about that at  
2 the time.

3 Q Okay. And you're aware that [REDACTED]  
[REDACTED]; correct?

5 A Correct.

6 Q And do you recall what happened after [REDACTED]  
[REDACTED]?

8 A Well, [REDACTED]  
[REDACTED] [REDACTED]  
[REDACTED]  
[REDACTED].

12 Q Okay. Do you remember the first conversation  
13 you had with anyone who is not a lawyer about Arm  
14 suing Qualcomm?

15 MR. LLEWELLYN: Objection; form.

16 THE WITNESS: I don't remember. "No" is the  
17 answer to that question.

18 MS. DUNN: Okay.

19 Q [REDACTED]  
[REDACTED]

21 MR. LLEWELLYN: Objection; form.

22 THE WITNESS: [REDACTED]  
[REDACTED]  
[REDACTED]

25 MS. DUNN: Okay.

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1 Q But you do recall that [REDACTED]

2 [REDACTED] right?

3 MR. LLEWELLYN: Objection; form.

4 THE WITNESS: I don't remember.

5 MS. DUNN: Okay.

6 Q Do you think that [REDACTED]

8 MR. LLEWELLYN: Objection; form.

9 THE WITNESS: I think I mentioned earlier  
10 that [REDACTED]

11 [REDACTED] [REDACTED]  
12 [REDACTED]  
13 [REDACTED]

14 MS. DUNN: Okay.

15 Q But it's --

16 A -- so yes.

17 Q -- it's your testimony that [REDACTED]

18 [REDACTED]  
19 [REDACTED]  
20 [REDACTED] [REDACTED]  
21 [REDACTED].

22 Q Okay. All right.

23 If -- we discussed earlier in your testimony  
24 that you have a separation agreement with Arm. If you  
25 needed to check whether your conduct was consistent

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1 with your separation agreement, how would you access  
2 it?

3 A I'd look at the copy that I have.

4 Q And where is that copy?

5 A It's at my house.

6 Q Okay. Easily findable?

7 A I don't think it would take me too long.

8 Q Okay. Do you have an electronic version?

9 A Yes, I think so.

10 Q Okay. And how would you access an electronic  
11 version?

12 A I'd look at my computer that's also at my  
13 house.

14 Q Okay. Could you find it on your phone?

15 A I can't access my house network through my  
16 phone.

17 Q Okay. So you're saying that this agreement  
18 is not accessible to you through your phone?

19 A I don't think so, no.

20 Q Okay. Do you have a lawyer that has a copy  
21 of this agreement?

22 A I had a lawyer to advise me on the  
23 negotiation of the agreement. I don't know whether  
24 they kept a copy. I doubt that they did. I don't  
25 know, actually. I don't know whether they have.

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1 Q Okay. Do you remember the name of your  
2 lawyer?

3 A No. Embarrassingly, no.

4 Q But you could look that up, presumably?

5 A Yeah, yeah. Yeah.

6 Q Yeah.

7 And is your lawyer located in California?

8 A I had a lawyer who was in California and --  
9 but the person that led the work was based in London.

10 Q Okay. But they're part of a --

11 A It's an international law firm who you would  
12 instantly recognize.

13 Q Okay. That's okay. At the break, we'll give  
14 you some time --

15 A Okay.

16 Q -- to think of the lawyer's name and the  
17 firm's name.

18 But it seems like this could be pretty easily  
19 accessed; right?

20 A Yeah, if I was at home, I don't think it  
21 would take me very long to find it.

22 Q Right. Okay.

23 What is NVIDIA?

24 A NVIDIA is a large technology company based in  
25 Silicon Valley.

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1 Q Okay. And you recall that [REDACTED]  
[REDACTED]  
[REDACTED]; correct?

4 A Yes.

5 Q Okay. [REDACTED]  
[REDACTED]

7 Do you recall that?

8 A I don't understand what you mean by that.

9 Q Okay. Strike that.  
10 [REDACTED]  
[REDACTED]; correct?

12 A That kind of figure, yes.

13 Q Okay. And you also recall that Qualcomm  
14 spoke out against the NVIDIA acquisition; correct?

15 MR. LLEWELLYN: Objection; form.

16 THE WITNESS: It is my understanding that  
17 Qualcomm were opposed to the transaction, yes.

18 MS. DUNN: Q. What did you understand to be  
19 [REDACTED]  
[REDACTED]

21 MR. LLEWELLYN: Objection; form.

22 THE WITNESS: [REDACTED]?

23 Not sure.

24 MS. DUNN: Okay.

25 Q What was your reaction?



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1

A

█

█

4

Q

Okay.

█

█

█

█

█

10

Do you remember that?

11

A

I think that's correct, yes.

12

Q

Okay.

█

█

█

█

17

Q

Well --

18

A

Well, had -- had we negotiated something, █

█

█

21

Q

Okay. And were there any discussions, even

22

not on paper?

23

MR. LLEWELLYN: Objection; form.

24

THE WITNESS: Between myself and NVIDIA?

25

MS. DUNN: Q. Between yourself and whoever

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1

█

█

█

█

█

7

Q Okay.

█

█

█

█

█

█

█

█

16

Q Okay. But all in, approximately, how much is

17

that on an annual basis?

18

A

█

█

█

█

█

█

25

Q All right.

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1 And focusing again then on the NVIDIA  
2 transaction, did --

3 A Sorry. Can I clarify one thing?

4 [REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]

9 Q Right.

10 But --

11 A [REDACTED]  
[REDACTED]

13 Q But we would need your agreement to know  
14 that; right?

15 A Yeah, yeah.

16 Q Your very easily accessible separation  
17 agreement?

18 A If I was at my house, yes, that would.

19 Q Right.

20 But that your lawyer has, probably?

21 A Maybe.

22 Q Maybe?

23 A I wasn't there when you all did the document  
24 discovery.

25 Q Well, certainly, Arm is a party to the

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1 separation agreement; right?

2 A Absolutely.

3 Q Right.

4 They might have it?

5 A I would be very surprised if they didn't have  
6 a copy.

7 Q I would, too. Okay.

8 Focusing again on the NVIDIA acquisition, did  
9 other people at Arm also stand to benefit from the  
10 transaction?

11 MR. LLEWELLYN: Objection; form.

12 THE WITNESS: Well, as you said earlier,

13 [REDACTED]

[REDACTED]

[REDACTED]

16 MS. DUNN: Okay.

17 Q [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

HIGHLY CONFIDENTIAL - ATTORNEYS EYES ONLY

Page 180

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[REDACTED]

Q Okay. And is -- was there any understanding

of [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

Q And what was that?

A I actually never saw any of the -- those agreements, so I -- I don't know.

Q So there was some sense from NVIDIA about [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

MR. LLEWELLYN: Objection; form.

THE WITNESS: Yeah, as I said, I never saw those agreements, and I can't remember any of the numbers that I heard.

MS. DUNN: Q. [REDACTED]

[REDACTED]

[REDACTED]

A No, I don't.

Q Okay. Do you know how many employees at Arm

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Page 181

1

[REDACTED]

2

A No, I don't.

3

Q Okay. Would it have been everybody?

4

A [REDACTED]

5

[REDACTED]

6

Q Okay. All right.

7

You were the CEO when SoftBank and NVIDIA

8

agreed to this deal; right?

9

A Yes.

10

Q All right.

11

What was your role in negotiating the NVIDIA

12

deal?

13

A [REDACTED]

14

[REDACTED]

15

[REDACTED]

16

Q Okay. [REDACTED]

17

[REDACTED]

18

[REDACTED]

19

[REDACTED]

20

MR. LLEWELLYN: Objection; form.

21

THE WITNESS: [REDACTED]

22

[REDACTED]

23

[REDACTED]

24

[REDACTED]

25

[REDACTED]

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MS. DUNN: Okay.

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Q And you're aware that NVIDIA's acquisition of Arm was reviewed by multiple competition regulators around the world; right?

A Yes.

Q Okay. And you're also aware that Arm made multiple submissions to these regulators advocating for the acquisition?

A Yes.

Q And I assume you would say that Arm is truthful in its submissions to regulators; right?

A Absolutely.

MS. DUNN: Okay. All right.

Let's show the witness what is marked as --

MS. MORGAN: 112.

MS. DUNN: -- 112.

(Document marked Exhibit 112

for identification.)

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1 MS. DUNN: Okay. So this is a letter from  
2 you to somebody named Rhys Bowen at the Department For  
3 Digital, Culture, Media and Sport in the UK. It's  
4 dated July 26th. And this department is within the  
5 Competition and Markets Authority, which is also  
6 called the CMA, which is the antitrust regulator in  
7 the UK. The subject of the letter is:

8 "NVIDIA/Arm."

9 Q Do you see that?

10 A I see that. I -- actually, DCMS, as it's  
11 known, I don't believe is within CMA. I think the CMA  
12 is an independent regulator.

13 Q Okay. And the DCMA is --

14 A DCMS.

15 Q Sorry.

16 A It's CMA, DCMS.

17 Q Sorry. All of the acronyms.

18 But the DCMS is -- was considering the  
19 acquisition; correct?

20 A Yes.

21 Q Okay. And the DCMS is a UK regulator;  
22 correct?

23 A The -- I believe the CMA is a regulator.  
24 DCMS is a government department.

25 Q Okay.



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1 A Don't think it's a regulator.

2 Q Great. All right.

3 But for the record, so DCMS is a governmental  
4 agency within the UK; right?

5 A That's a -- I think a reasonable -- I mean,  
6 yeah, my knowledge of precisely how the UK government  
7 works, you're testing. But it's a government  
8 department like the Treasury or the Home Office or  
9 something like that.

10 Q Well, I hope your knowledge of the UK  
11 government is better than mine. All right.

12 If you'd direct your attention to page 2 of  
13 this document. It's -- this is your letter. Your  
14 signature is at the bottom. And so in the second full  
15 paragraph on page 2, you write:

16 [REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]

20 Do you see that?

21 A I see that.

22 Q And I think you said before, [REDACTED]  
[REDACTED]  
[REDACTED] right?

25 A Uh-huh.

HIGHLY CONFIDENTIAL - ATTORNEYS EYES ONLY

Page 185

1 Q [REDACTED]

[REDACTED]; correct?

3 A [REDACTED], yes.

4 Q Right.

5 And you're saying in this first -- in this

6 first sentence that I read to you that [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]; right?

10 A Uh-huh.

11 Q Okay. And you go on in this -- after that

12 sentence to [REDACTED]

[REDACTED].

14 Do you see that?

15 A I see that.

16 Q And your view at this time was that

17 [REDACTED]

[REDACTED]; correct?

19 MR. LLEWELLYN: Objection; form.

20 THE WITNESS: [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

HIGHLY CONFIDENTIAL - ATTORNEYS EYES ONLY

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■

5

MS. DUNN: Right.

6

Q And you say that

■

8

Do you see that?

9

A Yes. Sorry. Yes, yeah.

10

Q Right.

11

And then one of the examples you cite is

12

13

You see that; right?

14

A I see that.

15

Q Okay. And then you go on to say that:

16

■

■

■

■

21

Do you see that?

22

A I see that.

23

Q And that's a result of the competitive

24

pressures that you're talking about earlier in this

25

paragraph; right?

HIGHLY CONFIDENTIAL - ATTORNEYS EYES ONLY

Page 187

1           A     Competitive pressures generally, including  
2     that, yeah.

3           Q     Right.

4                     And you say only NVIDIA can provide the  
5     necessary technical and financial resources. That  
6     sounds pretty dire; right?

7           MR. LLEWELLYN:  Objection to form.

8           THE WITNESS:  I think I said earlier, my view  
9     then was that [REDACTED]

[REDACTED] [REDACTED] [REDACTED]

[REDACTED] [REDACTED]

[REDACTED] [REDACTED]

13           MS. DUNN:  Right.

14           Q     [REDACTED]  
[REDACTED] ; right?

16           A     Yes.

17           Q     Right.

18                     And that's why you're writing this letter  
19     that says -- that's trying to persuade the recipient  
20     of the letter to support the acquisition; correct?

21           A     Yeah, I'm using this letter to clarify to  
22     Mr. Bowen Arm's position on why we felt that the  
23     NVIDIA transaction was the best thing for the company.

24           Q     Okay.  All right.

25                     And you recall that in November of 2021, the

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1 CMA, which we discussed earlier, Competition and  
2 Markets Authority, issued a decision that it would  
3 engage in a second review of the Arm-NVIDIA  
4 transaction; right?

5 A I -- I -- yes.

6 Q And what's a second review?

7 A It's a step taken by many regulators if they  
8 decide that they want to spend more time reviewing a  
9 transaction.

10 Q Right.

11 Not good news, usually?

12 A Well, not getting a second review is  
13 certainly better news.

14 Q Yeah.

15 A But it is not uncommon for second reviews to  
16 happen, because I think generally the way the  
17 processes work, the first review is quite short. If  
18 they feel they need more time, they do a second  
19 review. It happens routinely on transactions.

20 MS. DUNN: All right.

21 Let's show the witness an exhibit marked 113.

22 (Document marked Exhibit 113  
23 for identification.)

24 MS. DUNN: All right.

25 Q This is a submission by Arm to the CMA, the

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1 UK competition authority, dated -- dated December 20,  
2 2021, and it's in response to the decision that the  
3 CMA had previously issued.

4 If you'll look at page 2 of the exhibit.  
5 It's the first page of the submission. Do you see  
6 where it says:

7 [REDACTED]  
8 [REDACTED]

9 A Yes.

10 Q Okay. And then if you look at the second  
11 paragraph under that heading, it says:

12 [REDACTED]  
13 [REDACTED]

14 Do you see that?

15 A I see that.

16 Q And then at the end of that paragraph, it  
17 says:

18 [REDACTED]  
19 [REDACTED]

20 Do you see that?

21 A I see that.

22 Q Okay. And then in the following paragraph,  
23 it lays out [REDACTED]

[REDACTED]  
[REDACTED].

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1 A Yes.

2 Q Okay. All right.

3 And then if you look towards the bottom,  
4 there's a quote from you in italics.

5 Do you see that?

6 A Yes.

7 Q And your quote says that [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

12 That's what you said?

13 A That's what I said.

14 Q Okay. And that was the -- the alternative to  
15 the NVIDIA acquisition; right?

16 A Yes.

17 Q All right.

18 If you'll direct your attention then to  
19 page 6. It's the Bates number ending '8662. And if  
20 you look at the heading in bold at the top of the  
21 page, it says:

22 [REDACTED]

[REDACTED]

[REDACTED]

25 Do you see that?

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1 A I see that.

2 Q Okay. And when it says [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED] right?

5 A [REDACTED]

6 Q Right. Okay. All right.

7 And then in the first paragraph of this

8 section, Arm states:

9 [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

13 Do you see that?

14 A I see that.

15 Q Okay. [REDACTED]

[REDACTED]

17 Do you see that?

18 A In the previous sentence.

19 Q Right. Right.

20 And so what this submission to the UK

21 competition authority is saying is that [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED] right?

25 A That's what it says.



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2	

6 [REDACTED], but yeah.

8                   And why was this something important to tell  
9   the UK competition regulator?

Row	Bar Length (approx. % of total width)	Indented
1	85	No
2	80	No
3	95	No
4	100	No
5	55	No
6	40	Yes
7	90	No
8	95	No
9	90	No
10	90	No

21	Q	Right.
----	---	--------

22 [REDACTED]

[REDACTED] [REDACTED]

[REDACTED] [REDACTED];

25	right?
----	--------

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Page 193

1

A

█

█

█

5

Q

Right.

6

█

█

9

MR. LLEWELLYN: Objection; form.

10

THE WITNESS:

█

█

13

MS. DUNN: Okay.

14

Q

█

█

17

A

█

19

Q

Right.

20

█

22

A

I see that.

23

Q

Okay. And you noted that in talking about

24

█

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What does proprietary mean?

5

MR. LLEWELLYN: Objection; form.

6

7

THE WITNESS: Something that is unique to them.

8

MS. DUNN: Right.

9

Q Something that they own; right?

10

MR. LLEWELLYN: Objection; form.

11

THE WITNESS: Something that they created.

12

In this case, it's created using intellectual property that was licensed from somebody else.

13

14

MS. DUNN: Okay.

15

Q But what does the word "proprietary" mean?

16

17

MR. LLEWELLYN: Objection; asked and answered.

18

THE WITNESS: Proprietary --

19

20

21

22

23

24

MS. DUNN: Okay.

25

Q So you testified just a second ago that you

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Page 195

1 [REDACTED]

2 [REDACTED]

3 [REDACTED]

4 [REDACTED]

5 [REDACTED]

6 [REDACTED]

7 Do you see that?

8 A I do.

9 Q Okay. And do you see it says:

10 [REDACTED]

11 [REDACTED]

12 [REDACTED]

13 [REDACTED]

14 [REDACTED]

15 [REDACTED]

16 [REDACTED]

17 [REDACTED]

18 [REDACTED]

19 Do you see that?

20 A I see that.

21 Q Okay. And so you would agree that in

22 [REDACTED]

23 [REDACTED]

24 [REDACTED]; correct?

25 MR. LLEWELLYN: Objection; form.

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1 THE WITNESS: It's there in black and white  
2 on the paper.

3 MS. DUNN: Yeah.

4 Q [REDACTED]  
[REDACTED]; correct?

6 MR. LLEWELLYN: Objection to form.

7 THE WITNESS: That's what it says.

8 MS. DUNN: Okay. All right.

9 Q If you'll look at the first full paragraph on  
10 page 15. And actually, if you look at the prior page,  
11 just for the heading of this section, it says:

12 [REDACTED]  
[REDACTED]

14 Do you see that?

15 A Yes.

16 Q Okay. All right.

17 So if you look at the first full paragraph on  
18 page 15, Arm states in its submission quote:

19 [REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]

25 Do you see that?

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Page 197

1 A I see that.

2 Q Okay. [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

7 Do you see that?

8 A I see that.

9 Q Okay. [REDACTED]

[REDACTED]

11 Do you see that?

12 A Yes.

13 Q Okay. And this submission is dated

14 December 20, 2021. And at that time in December of

15 2021, Arm is telling the UK competition authority that

16 [REDACTED]

[REDACTED]

[REDACTED]; is that correct?

19 MR. LLEWELLYN: Objection; form.

20 THE WITNESS: That's what it says.

21 MS. DUNN: All right.

22 Q [REDACTED]

[REDACTED]

[REDACTED]; right?

25 A As I remember it, [REDACTED]

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Q Okay. And you just said █

A In parallel to this dis- -- █

Q All right.

A Yes.

Q -- █ ?

All right.

If you direct your attention to page 21,  
you'll find a section entitled:

Do you see that?

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Page 199

1 A I see that.

2 Q Okay. And the second paragraph under that  
3 heading, the one that begins with [REDACTED]

5 Do you see that?

6 A I see that.

7 Q Okay. It says:

8 [REDACTED]

[REDACTED]

[REDACTED]

11 Do you see that?

12 A I see that.

13 Q Okay. [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]; correct?

17 MR. LLEWELLYN: Objection; form.

18 THE WITNESS: That's what that does, yes.

19 MS. DUNN: Right.

20 Q And the date on this submission is  
21 December 20 of 2021; correct?

22 A Yes.

23 Q Okay. I think you testified earlier that by  
24 mid-January of 2022 -- well, actually, strike that.

25 You testified earlier that it was sometime in



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3

Do you recall that?

4

A

5

6

Q

Okay. But you just testified a moment ago

7

that

8

9

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12

13

MR. LLEWELLYN: Objection; form.

14

THE WITNESS:

15

16

17

18

19

20

MS. DUNN: Okay.

21

Q

And so it's -- so what you're saying is even

22

23

24

25

A

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Page 201

1

[REDACTED]

2

[REDACTED].

3

Q Okay.

[REDACTED]

4

[REDACTED]

5

[REDACTED]

6

[REDACTED]

7

[REDACTED]

8

[REDACTED]

9

[REDACTED]

10

[REDACTED]

11

[REDACTED]

12

[REDACTED]

13

[REDACTED]

14

[REDACTED]

15

[REDACTED]

16

[REDACTED]

17

Q Okay. And at this point when you were

18

submitting this document to the CMA advocating for

19

the -- for the NVIDIA acquisition, at this point, [REDACTED]

20

[REDACTED]

21

[REDACTED]

22

MR. LLEWELLYN: Objection; form.

23

THE WITNESS:

[REDACTED]

24

[REDACTED]

25

[REDACTED]

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Page 202

1

[REDACTED]

2

[REDACTED]

3

[REDACTED] [REDACTED]

4

[REDACTED]

5

MS. DUNN: Right.

6

Q My question is what you believed at the time

7

that you were making this submission to the regulators

8

in December 20th of 2021.

9

And at this time, [REDACTED]

10

[REDACTED]

11

MR. LLEWELLYN: Objection; form.

12

THE WITNESS: [REDACTED]

13

[REDACTED]

14

[REDACTED]

15

[REDACTED] [REDACTED]

16

[REDACTED]

17

[REDACTED]

18

[REDACTED]

19

[REDACTED]

20

MS. DUNN: Right.

21

Q And it was your testimony that [REDACTED]

22

[REDACTED]

23

[REDACTED]

24

[REDACTED]

25

[REDACTED]

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2

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4

5

Q Okay.

6

7

8

9

Q

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11

MR. LLEWELLYN: Objection; form.

12

THE WITNESS:

13

14

15

16

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18

19

MS. DUNN: Right.

20

Q So putting this all together,

21

22

23

24

right?

25

MR. LLEWELLYN: Objection; form.

HIGHLY CONFIDENTIAL - ATTORNEYS EYES ONLY

Page 204

1

THE WITNESS: [REDACTED]

2

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15

MR. LLEWELLYN: Can we take a quick break?

16

It's been a while.

17

MS. DUNN: Of course.

18

19

MR. LLEWELLYN: I mean, this -- this can  
really be five minutes.

20

MS. DUNN: That's fine.

21

22

THE VIDEOGRAPHER: We are going off the  
record. The time is 3:16 p.m.

23

(Recess taken.)

24

25

THE VIDEOGRAPHER: We are back on the record.  
The time is 3:33 p.m.

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1 MR. LLEWELLYN: Can we go off the record for  
2 one second?

3 By the way, what I would propose -- can we go  
4 off the record?

5 MS. DUNN: Just kidding. On the record. Off  
6 the record.

7 THE VIDEOGRAPHER: We are going off the  
8 record. The time is 3:33 p.m.

9 (Discussion off the record.)

10 THE VIDEOGRAPHER: We are back on the record.  
11 The time is 3:36 p.m.

12 MS. DUNN: Welcome back.

13 Q You testified just a moment ago that [REDACTED]

[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]

18 Do you remember that just a second ago?

19 A [REDACTED]

[REDACTED]  
[REDACTED]

22 Q Okay.

23 MS. DUNN: I don't think we have those, so  
24 we'd request that those be produced. Okay.

25 Q So I'm trying to nail down two things.

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Page 206

1           One is -- [REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]

10           MR. LLEWELLYN: Objection; form.

11           THE WITNESS: [REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]

15           MS. DUNN: Okay.

16           Q   [REDACTED]  
[REDACTED]

18           A   Yeah.

19           Q   And you had also said that when [REDACTED]  
[REDACTED]  
[REDACTED]

22           A   Uh-huh.

23           Q   Did you -- when did you make a final decision  
24   that you were going to step down?

25           A   The final decision, all -- the final

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1 decision, [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

8 Q Okay. So you're saying your final decision

9 to leave [REDACTED]

[REDACTED]

[REDACTED]

12 A Yes.

13 MS. DUNN: Okay. All right.

14 Let's show the witness what's marked as 114.

15 (Document marked Exhibit 114

16 for identification.)

17 THE WITNESS: Thank you.

18 MS. DUNN: Q. Sir, this is a deck which was

19 prepared by Rene Haas. It's called:

20 [REDACTED]

[REDACTED]

22 Do you see that?

23 A I see that.

24 Q Okay. And I'll represent to you that the

25 metadata for this document reveals that the file name



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Page 208

1 is [REDACTED]

2 [REDACTED]

3 [REDACTED]; okay?

4 A Okay.

5 Q Now, you just testified that your final

6 decision to leave the company [REDACTED]

7 [REDACTED]

8 [REDACTED]

9 If you'll turn to Bates No. '0489 of this  
10 document. I'm sorry. That's the title.

11 If you'll turn to '05 --

12 MR. LLEWELLYN: '98?

13 MS. DUNN: Sorry. Bates No. '0500. All  
14 right.

15 Q [REDACTED]

16 [REDACTED]

17 [REDACTED]

18 [REDACTED]

19 Do you see that?

20 A I see that.

21 Q Okay. And if you look at the third bullet  
22 here, it says:

23 [REDACTED]

24 Do you see that?

25 A I see that.

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Page 209

1

Q

[REDACTED]

2

[REDACTED]

[REDACTED]

3

[REDACTED]

[REDACTED]

4

[REDACTED]

5

[REDACTED]

6

[REDACTED]

[REDACTED]

7

[REDACTED]

[REDACTED]

8

[REDACTED]

9

[REDACTED]

10

A

Just say that again.

11

Q

I said, [REDACTED]

12

[REDACTED]

13

[REDACTED]

14

[REDACTED]

15

MR. LLEWELLYN: Objection; form.

16

THE WITNESS: Well, this slide suggests that.

17

MS. DUNN: Okay.

18

Q

If you look at the first bullet on that

19

slide, it also says:

20

[REDACTED]

21

Do you see that?

22

A

I see that.

23

Q

[REDACTED]

24

[REDACTED]

25

A

I think so.

Page 210

2           A    I can't remember for sure.

18 THE WITNESS:

\_\_\_\_\_

\_\_\_\_\_

22	A	Correct.
----	---	----------

\_\_\_\_\_

\_\_\_\_\_

HIGHLY CONFIDENTIAL - ATTORNEYS EYES ONLY

Page 211

1

[REDACTED]

2

Do you see that?

3

A I see that.

4

Q Right.

5

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

14

A That's what it says.

15

Q And do you, sir, have any knowledge about

16

[REDACTED]

[REDACTED]

[REDACTED]

18

MR. LLEWELLYN: Objection; form.

19

THE WITNESS: No.

20

MS. DUNN: Q.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

25

MR. LLEWELLYN: Objection; form.

HIGHLY CONFIDENTIAL - ATTORNEYS EYES ONLY

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1

THE WITNESS: [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

11

MS. DUNN: Yeah, my question was not [REDACTED]

[REDACTED]

13

Q My question is whether [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

18

MR. LLEWELLYN: Objection; form; asked and

19

answered.

20

THE WITNESS: I don't know.

21

MS. DUNN: Okay. All right.

22

Q [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

HIGHLY CONFIDENTIAL - ATTORNEYS EYES ONLY

Page 213

1

█

█

█

5

A I don't know. I didn't know.

6

Q All right.

7

█

█

█

11

MR. LLEWELLYN: Objection; form.

12

THE WITNESS: I don't know.

13

MS. DUNN: Q. █

█

15

A No.

16

Q Okay. And you do recall, though, █

█

█

█

20

A Yes.

21

Q Okay. And earlier today, when I asked you

22

█

█

25

Do you recall that?

HIGHLY CONFIDENTIAL - ATTORNEYS EYES ONLY

Page 214

1 A Yes.

2 Q [REDACTED]

3 [REDACTED]

4 [REDACTED]

5 [REDACTED]

6 [REDACTED]

7 [REDACTED]

8 Q Okay. And have you been able to do that?

9 A Yes.

10 Q Okay. All right.

11 I just have a few more questions.

12 [REDACTED]

13 [REDACTED]

14 [REDACTED]

15 [REDACTED]

16 [REDACTED]

17 [REDACTED]

18 [REDACTED]

19 [REDACTED]

20 [REDACTED]

21 [REDACTED]

22 [REDACTED]

23 [REDACTED]

24 [REDACTED]

25 [REDACTED]

HIGHLY CONFIDENTIAL - ATTORNEYS EYES ONLY

Page 215

1

[REDACTED]

2

I can't think of others.

3

Q Okay.

[REDACTED]

4

[REDACTED]

5

MR. LLEWELLYN: Objection; form.

6

THE WITNESS:

[REDACTED]

7

[REDACTED]

8

[REDACTED]

9

[REDACTED]

10

[REDACTED] [REDACTED]

11

[REDACTED]

12

[REDACTED]

13

[REDACTED]

14

[REDACTED]

15

Q Okay. So --

16

A Dragon --

17

Q -- when it comes --

18

A -- and --

19

(Double cross-talk.)

20

MS. DUNN: I'm sorry. I should not have

21

interrupted you.

22

Q Your testimony is that you know that some

23

Qualcomm products have architecture-developed cores in

24

them, but you don't know the product names or numbers;

25

right?



HIGHLY CONFIDENTIAL - ATTORNEYS EYES ONLY

Page 216

1           A    Yeah, I believe some of their products are  
2   based on architecture cores, yes.

3           Q    Okay. But you don't know which ones?

4           A    Correct.

5           Q    All right. Hang on one sec. All right.

6                    So you testified earlier that [REDACTED]

■ [REDACTED]

■ [REDACTED]

■ [REDACTED]    You -- you recall testifying to that;  
10   right?

11           A    Yeah, [REDACTED]

■ [REDACTED]

■ [REDACTED] [REDACTED]

■ [REDACTED]

15           Q    Okay. [REDACTED]

■ [REDACTED]

■ [REDACTED]

18           A    Yes.

19           Q    That's your testimony?

20           A    [REDACTED]

■ [REDACTED] [REDACTED]

■ [REDACTED]

■ [REDACTED]

■ [REDACTED]

25           Q    Right.

HIGHLY CONFIDENTIAL - ATTORNEYS EYES ONLY

Page 217

1 I think you said you couldn't think of any  
2 where -- [REDACTED]

4 A Correct. I can't think of any examples of  
5 that.

6 Q Okay. But your testimony that [REDACTED]

8 [REDACTED]  
9 [REDACTED]; right?

10 A Yeah, [REDACTED]

12 [REDACTED]  
13 Q Okay.

14 A [REDACTED]

16 [REDACTED]  
17 Q Okay. And is it also true that [REDACTED]

19 [REDACTED]  
20 [REDACTED]  
21 A No, that's not true.

22 Q Okay. [REDACTED]

HIGHLY CONFIDENTIAL - ATTORNEYS EYES ONLY

Page 218

1

A

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█

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█

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█

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█

█

█

█

█

16

Q All right.

17

And --

18

A

█

█

21

MR. LLEWELLYN: Objection; form.

22

THE WITNESS:

█

█

█

HIGHLY CONFIDENTIAL - ATTORNEYS EYES ONLY

Page 219

1

█

█

█

5

MS. DUNN: Right.

6

Q But it sounds like what you're saying is that

7

█

9

10

MR. LLEWELLYN: Objection; mischaracterizes  
testimony.

11

THE WITNESS: As I said, █

█

█

█

15

MS. DUNN: Okay.

16

THE WITNESS: █

█

█

█

█

█

█

█

23

MS. DUNN: Q. But you're aware that █

█

█

HIGHLY CONFIDENTIAL - ATTORNEYS EYES ONLY

Page 220

1 [REDACTED]; right?

2 [REDACTED].

3 MR. LLEWELLYN: Objection to form.

4 MS. DUNN: Q. You know that; right?

5 A [REDACTED].

6 Q Right. I agree. All right.

7 [REDACTED]

8 [REDACTED]

9 [REDACTED]

10 [REDACTED]

11 [REDACTED]

12 MR. LLEWELLYN: Objection; form.

13 THE WITNESS: [REDACTED]

14 [REDACTED]

15 MS. DUNN: Q. Well, like, I mean, [REDACTED]

16 [REDACTED].

17 MR. LLEWELLYN: Objection; form.

18 MS. DUNN: Q. [REDACTED]

19 A So --

20 MR. LLEWELLYN: Objection; form.

21 THE WITNESS: -- the -- [REDACTED]

22 [REDACTED]

23 [REDACTED]

24 [REDACTED]

25 [REDACTED]

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1

2

3

4

5

MS. DUNN: Okay.

6

Q

7

8

MR. LLEWELLYN: Objection; form.

9

THE WITNESS:

10

11

MS. DUNN: Q. Any that you can think of as

12

you sit here?

13

A I can't remember.

14

MS. DUNN: Okay. Do you have anything?

15

We're done, apart from the questioning about

16

the separation agreement. So I will keep my

17

questioning open just as to that.

18

And otherwise, happy to pass the witness.

19

MR. LLEWELLYN: Can we take a break?

20

THE VIDEOGRAPHER: We are going off the

21

record. The time is 3:58 p.m.

22

(Recess taken.)

23

THE VIDEOGRAPHER: We are back on the record.

24

The time is 4:04 p.m.

25

MR. LLEWELLYN: So I have no questions for

HIGHLY CONFIDENTIAL - ATTORNEYS EYES ONLY

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1 the witness.

2 And I will say on the record, we are not  
3 prejudging whether the agreement will be produced, but  
4 we're not going to be able to produce the agreement  
5 today.

6 MS. DUNN: Were you able to call the law firm  
7 that he identified?

8 MR. LLEWELLYN: I'm not getting into this.  
9 We're not going to be able to produce it today, and  
10 that's where we sit.

11 And if you want to hold this open, we can  
12 argue later about if you get it, which I suspect you  
13 will, what happens then, but it's not going to be  
14 today.

15 MS. DUNN: Well, regrettably, I'm sorry. I  
16 do have to hold this open to ask you these questions  
17 about this agreement. So that is our plan.

18 MR. LLEWELLYN: And you can take that  
19 position, and we will haggle it out later.

20 MS. DUNN: All right.

21 Well, thank you. Thank you for your time.

22 THE VIDEOGRAPHER: We are going off the  
23 record. The time is 4:05 p.m.

24 And this concludes today's testimony given by  
25 Simon Segars.

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1                   STENOGRAPHIC REPORTER:   Roughs for both  
2   counsel?

3                   MR. LLEWELLYN:   Yes.

4                   (WHEREUPON, the deposition ended at  
5                   4:05 p.m.)

6                                   ---oOo---

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HIGHLY CONFIDENTIAL - ATTORNEYS EYES ONLY

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CERTIFICATE OF DEPONENT

I have read the foregoing transcript of my deposition and except for any corrections or changes noted on the errata sheet, I hereby subscribe to the transcript as an accurate record of the statements made by me.

\_\_\_\_\_  
SIMON SEGARS

SUBSCRIBED AND SWORN before and to me  
this \_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_.

\_\_\_\_\_  
NOTARY PUBLIC

My Commission expires:

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## 1 CERTIFICATE OF REPORTER

2  
3 I, ANDREA M. IGNACIO, hereby certify that the  
4 witness in the foregoing deposition was by me remotely  
5 sworn to tell the truth, the whole truth, and nothing  
6 but the truth in the within-entitled cause;

7 That said deposition was taken in shorthand  
8 by me, a disinterested person, at the time and place  
9 therein stated, and that the testimony of the said  
10 witness was thereafter reduced to typewriting, by  
11 computer, under my direction and supervision;

12 That before completion of the deposition,  
13 review of the transcript [ ] was [x] was not  
14 requested. If requested, any changes made by the  
15 deponent (and provided to the reporter) during the  
16 period allowed are appended hereto.

17 I further certify that I am not of counsel or  
18 attorney for either or any of the parties to the said  
19 deposition, nor in any way interested in the event of  
20 this cause, and that I am not related to any of the  
21 parties thereto.

22 Dated: November 21, 2023.

23   
24

25 ANDREA M. IGNACIO, RPR, CRR, CCRR, CLR, CSR No. 9830

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1

## ERRATA SHEET

2

VERITEXT/NEW YORK REPORTING, LLC

3

CASE NAME: ARM Ltd. v. Qualcomm Inc., Et Al.

4

DATE OF DEPOSITION: 11/16/2023

5

WITNESSES' NAME: Simon Segars

6

7

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12

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14

15

16

17

18

19

20

21

Simon Segars

22

SUBSCRIBED AND SWORN TO BEFORE ME

23

THIS \_\_\_\_ DAY OF \_\_\_\_\_, 20\_\_.

24

25

(NOTARY PUBLIC)

MY COMMISSION EXPIRES:

# Exhibit 9

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Page 1

IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF DELAWARE

ARM LTD., )  
)  
Plaintiff and )  
Counterclaim Defendant, )  
)  
v. ) C.A. No. 22-1146  
) (MN)  
QUALCOMM INC., QUALCOMM )  
TECHNOLOGIES, INC. and NUVIA, )  
INC., )  
)  
Defendants and )  
Counterclaim Plaintiffs. )

---

HIGHLY CONFIDENTIAL - ATTORNEYS' EYES ONLY  
VIDEO-RECORDED DEPOSITION OF  
CHRISTINE CONG TRAN

Tuesday, December 19, 2023  
San Francisco, California

Stenographically Reported By:  
Hanna Kim, CLR, CSR No. 13083

HIGHLY CONFIDENTIAL - ATTORNEYS EYES ONLY

Page 2

IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF DELAWARE

ARM LTD., )  
)  
Plaintiff and )  
Counterclaim Defendant, )  
)  
v. ) C.A. No. 22-1146  
) (MN)  
QUALCOMM INC., QUALCOMM )  
TECHNOLOGIES, INC. and NUVIA, )  
INC., )  
)  
Defendants and )  
Counterclaim Plaintiffs. )  
\_\_\_\_\_ )

HIGHLY CONFIDENTIAL - ATTORNEYS' EYES  
ONLY, video-recorded deposition of CHRISTINE CONG  
TRAN, taken on behalf of the Defendants, at 425  
Market Street, San Francisco, California 94105, on  
Tuesday, December 19, 2023, beginning at 8:43 a.m.,  
and concluding at 2:06 p.m., before Hanna Kim, CLR,  
Certified Shorthand Reporter, No. 13083.

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Page 3

1 APPEARANCES OF COUNSEL:

2 FOR PLAINTIFF ARM LTD.:

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6 Aon Center, 707 Wilshire Boulevard

7 Suite 1000

8 Los Angeles, California 90017

9 213.892.5348

10 nfung@mofo.com

11 ldavenport@mofo.com

12  
13  
14 FOR DEFENDANTS QUALCOMM INC., QUALCOMM

15 TECHNOLOGIES, INC. AND NUVIA, INC.:

16 PAUL, WEISS, RIFKIND, WHARTON & GARRISON

17 LLP

18 BY: WILLIAM A. ISAACSON, ESQ.

19 BY: ALEXANDER BUTWIN, ESQ.

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21 Washington, D.C. 20006-1047

22 202.223.7300

23 wisaacson@paulweiss.com

24 abutwin@paulweiss.com

25

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Page 4

1 APPEARANCES OF COUNSEL: (CONTINUED)

2 ALSO PRESENT:

3 TONI QIU, In-House Counsel for Arm Ltd.

4 KEIGO PAINTER, Video Operator

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WITNESS: CHRISTINE CONG TRAN

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12

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Exhibit QX185 E-mail set, with top e-mail from Tim Herbert, 01/06/2019, and attachments; Bates nos. ARM_00039907 through ARM_00039926	39
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6		09/08/2019; Bates nos.	
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21		ARM_00055357 through	
22		ARM_00055399	
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--o0o--

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Page 10

1 San Francisco, California

2 Tuesday, December 19, 2023; 8:43 a.m.

3 --o0o--

4 THE VIDEOGRAPHER: Good morning. We're  
5 going on the record at 8:43 a.m., on December 19th, 08:42:59  
6 2023.

7 Please note that the microphones are  
8 sensitive and may pick up whispering and private  
9 conversations. Please mute your phone at this time.

10 Audio and video recording will continue to 08:43:15  
11 take place unless all parties agree to go off the  
12 record.

13 This is Media Unit 1 of the video-recorded  
14 deposition of Christine Tran, taken by the counsel  
15 for Defendants, in the matter of Arm Limited versus 08:43:25  
16 Qualcomm Inc., et al., filed in the United States  
17 District Court, for the District of Delaware, Case  
18 Number 22-1146.

19 The location of the deposition is 425  
20 Market Street, San Francisco, California 94105. 08:43:44

21 My name is Keigo Painter, representing  
22 Veritext. I am the videographer.

23 The court reporter is Hanna Kim, from the  
24 firm Veritext.

25 I'm not related to any party in this 08:43:54

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1 action, nor am I financially interested in the  
2 outcome.

3 If there are any objections to proceeding,  
4 please state them at the time of your appearance.

5 Counsel and all present, including 08:44:04  
6 remotely, will now state their appearances and  
7 affiliations for the record, beginning with the  
8 noticing attorney.

9 MR. ISAACSON: I'm Bill Isaacson from the  
10 Paul Weiss law firm for the Defendants. 08:44:13

11 MR. BUTWIN: Alexander Butwin from Paul  
12 Weiss for the Defendants.

13 MR. FUNG: Nicholas Fung and Lydia  
14 Davenport from Morrison & Foerster here on behalf of  
15 Plaintiff Arm. 08:44:31

16 We are also joined Toni Qiu, in-house  
17 counsel for Arm.

18 THE VIDEOGRAPHER: Will the court reporter  
19 please swear in the witness, and then counsel may  
20 proceed.

21 ///

22 ///

23 ///

24 ///

25 ///

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Page 12

1 CHRISTINE CONG TRAN,  
2 having been duly administered an oath,  
3 was examined and testified as follows:  
4

5 EXAMINATION

6 BY MR. ISAACSON:

7 Q. All set.

8 I'm Bill Isaacson. I'll be asking you  
9 questions this morning, as I think you've already  
10 gathered. 08:44:58

11 Would you state your full name for the  
12 record.

13 A. Christine Cong Tran.

14 Q. Okay. And you live in the San Francisco  
15 area? 08:45:06

16 A. Yes.

17 Q. Okay. And what is your office address?

18 A. 120 Rose Orchard Way, San Jose, California  
19 95134.

20 Q. All right. 08:45:19

21 (Tran Deposition Exhibit 182 was marked  
22 for identification.)

23 BY MR. ISAACSON:

24 Q. There is a copy of what's been marked as  
25 Exhibit 18- -- Qual- -- QX182, which is in front of 08:45:23



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1       you, and I believe this is a printout of your  
2       LinkedIn profile.

3               Does this look like a copy of your  
4       LinkedIn profile?

5           A.    It looks like it. 08:45:33

6           Q.    Okay. Is it correct?

7           A.    Yes.

8           Q.    All right.

9               It says you graduated from Loyola Law  
10       School in May 2003 and by September 2006 you were 08:45:45  
11       corporate counsel for Newegg.com.

12               What did you do between May 2003 and  
13       September 2006?

14           A.    I worked for a small law firm for a little  
15       while, and then I also did some contract work. 08:45:58

16           Q.    Okay. What was the name of the law firm?

17           A.    Mesriani & Associates.

18           Q.    All right.

19               And then you left Newegg.com in  
20       March 2008, and that's when you joined Arm? 08:46:11

21           A.    That's correct.

22           Q.    It says you are "Managing Counsel."  
23       Was that your title when you joined Arm?

24           A.    No.

25           Q.    Okay. What -- what titles have you held 08:46:21

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Page 14

1 at Arm?

2 A. Corporate counsel, senior corporate  
3 counsel, managing counsel, and my current title is  
4 senior director of legal.

5 Q. All right.

08:46:31

6 And when did you become the senior  
7 director of legal?

8 A. I think 2020.

9 Q. And what are your duties as the senior  
10 director of legal?

08:46:48

11 A. I'm responsible for the North America  
12 commercial transactions team.

13 Q. And what is the "commercial transactions  
14 team"?

15 A. We support the sales team and do outbound  
16 licensing transactions.

08:47:00

17 Q. All right.

18 And what type of licensing tra- --  
19 outbound tri- -- licensing transactions do you do?

20 A. Technology licensing agreements,  
21 architectural license agreements, and everything  
22 related to that.

08:47:16

23 Q. How many architectural license agreements,  
24 or ALAs, have you been involved with?

25 A. I don't remember. [REDACTED].

08:47:34

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Page 15

1 Q. Okay. All right.

2 And you -- you became the senior director  
3 of legal sometime in 2020.

4 Before that, you were the managing  
5 counsel?

08:47:40

6 A. That's correct.

7 Q. Okay. And what were your duties as  
8 managing counsel?

9 A. Similar duties except -- simi- -- similar  
10 duties.

08:47:48

11 Q. Okay. And approximately what period were  
12 you managing counsel?

13 A. I think 2014 to 2020.

14 Q. All right.

15 Over on the left, it has "Top Skills,"  
16 "Intellectual Property," "Licensing," and "Strategic  
17 Partnerships."

08:48:06

18 Was that something you filled in to your  
19 LinkedIn profile?

20 A. I don't remember doing that.

08:48:21

21 Q. Okay. Is that -- did -- is that your main  
22 area of legal focus?

23 A. Yes, today it is.

24 Q. Okay. And for "strategic partnerships,"  
25 how would you -- what would you mean by that?

08:48:31

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1           A.    I don't remember selecting that, but I --  
2           we work with a lot of part- -- we have a lot of  
3           partnerships with large companies, so I would  
4           categorize that as strategic partnerships.

5           Q.    Okay. And when you say "partnerships," is       08:48:49  
6           that different from the licensing relationship?

7           A.    It's -- it's the same thing.

8           Q.    Okay. All right.

9                   Now, you understand that you are here  
10          today both to testify individually and to testify on       08:49:02  
11          behalf of Arm with respect to some specific topics  
12          of a 30(b)(6) notice?

13          A.    Yes, that's correct.

14          Q.    All right.

15                   And have you ever been deposed before?       08:49:11

16          A.    No.

17          Q.    Have you -- as a lawyer, have you attended  
18          depositions?

19          A.    Just one.

20          Q.    Just one.   08:49:17

21                   The -- and you very handily -- if we --  
22          maybe we can mark your chart there as Exhibit 183.

23                   (Tran Deposition Exhibit 183 was marked  
24          for identification.)

25          BY MR. ISAACSON:   08:49:45

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1 Q. All right.

2 Now, Exhibit 183 is the list of the  
3 topics, as well as responses, that have been given  
4 previously, but a list of the topics which you are  
5 prepared to testify about today on behalf of your 08:49:54  
6 company?

7 A. Yes.

8 Q. Okay. Now, for -- the first one that's  
9 listed there is Topic 10, "The NUVIA AL-" -- ALA,  
10 including, without limitation, the drafting, 08:50:08  
11 negotiation, interpretation, and construction of the  
12 NUVIA ALA and any amendments or annexes thereto."

13 What did you do to prepare to testify on  
14 that topic?

15 MR. FUNG: I'll object to that question as 08:50:23  
16 calling for privilege.

17 I caution the witness not to review the  
18 contents of any privileged communications.

19 MR. ISAACSON: I'm asking what she's done  
20 to prepare as a 30(b)(6) witness. 08:50:31

21 MR. FUNG: Same objection. If you want to  
22 ask her about documents she's relying on for the  
23 basis of her knowledge, you can do that.

24 But in terms of what she did to prepare,  
25 including meetings and communications with counsel, 08:50:41

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1 that is privileged.

2 MR. ISAACSON: It's actually not, but  
3 let's -- let's go ahead here.

4 BY MR. ISAACSON:

5 Q. Who did you talk to to prepare for Topic 08:50:50  
6 10?

7 A. I spoke to counsel.

8 Q. Anybody other than counsel?

9 A. Just counsel and then I spoke to one  
10 person, had a quick call. 08:51:00

11 Q. Okay. Who was that?

12 A. His name is Karthik Shivashankar.

13 Q. Could you spell that?

14 A. Karthik is K-A-R-T-H-I-K. And last name  
15 is S-H-I-V-A-S-H-A-N-K-A-R, Shivashankar. 08:51:14

16 Q. All right.

17 And what did you discuss with Mr. -- with  
18 Mr. Shivashankar?

19 A. We had a quick discussion about [REDACTED]  
[REDACTED] 08:51:41

21 Q. [REDACTED]

[REDACTED] [REDACTED]

23 Q. Right.

24 The -- and this would be [REDACTED]

[REDACTED] 08:51:51

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1 A. Correct.

2 Q. All right.

3 And what did you learn from

4 Mr. Shivashankar about that?

5 A. [REDACTED]

[REDACTED]

[REDACTED]

8 Q. All right.

9

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

14 MR. FUNG: Objection. Form.

15 THE WITNESS: [REDACTED]

[REDACTED]

[REDACTED]

18 BY MR. ISAACSON:

19 Q. All right.

20 The -- other than Mr. Shiver-- --

08:52:35

21 Shivashankar and counsel, did you have discussions

22 with anybody about -- to prepare for your testimony

23 about Topic 10?

24 A. No.

25 Q. Okay. And by "counsel," you mean outside

08:52:49

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1 counsel at the law firm of Morrison & Foerster?

2 A. Yes.

3 Q. Okay.

4 A. And -- well, in-house counsel, too,

5 (indicating).

08:53:01

6 Q. All right.

7 And who is the in-house coun- -- you're

8 pointing, but who's the in-house --

9 A. Oh.

10 Q. -- counsel you're referring to?

08:53:05

11 A. Toni Qiu and Robert Calico.

12 Q. All right.

13 Now, did any of the counsel -- the

14 in-house counsel for Arm -- Toni Qiu and Robert

15 Calico did you say?

08:53:20

16 A. Yes.

17 Q. Did they provide you information on which

18 you are relying and testifying about Topic 10?

19 MR. FUNG: I'll object to the extent that

20 calls for privilege.

08:53:30

21 I will caution the witness not to reveal

22 the contents of any privileged communication.

23 If you can respond otherwise, go ahead.

24 THE WITNESS: I don't think I can respond

25 without providing privileged information.

08:53:43